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KENT HUFFMAN
ATTORNEY AT LAW
350 ROYAL PALM WAY SUITE 409
PALM BEACH, FLORIDA 33480

TELEPHONE (561) 833-5833
TELECOPIER (561) 835-0855

February 23, 2006

Secretary of State
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Re: FLORIDA ONLINE AUCTIONS, L.L.C.
Our File Number: 5470

Dear Madam or Sir:

Accompanying this letter you will find an original of the ARTICLES OF ORGANIZATION and REGISTERED AGENT DESIGNATION for the above referenced entity, and a check in the amount of \$130.00, to cover your fee for filing the ARTICLES OF ORGANIZATION and REGISTERED AGENT DESIGNATION, and furnishing a Certificate of Status.

Kindly direct the return file stamped copies of the documents to the undersigned, at the above address.

Thank you.

Sincerely,


Kent Huffman

KH/mac

ARTICLES OF ORGANIZATION OF
FLORIDA ONLINE AUCTIONS, L.L.C.

The undersigned, for the purpose of forming a Florida Limited Liability Company under Chapter 608, Florida Statutes, hereby adopts the following ARTICLES OF ORGANIZATION:

ARTICLE I - NAME

The name of the Limited Liability Company is FLORIDA ONLINE AUCTIONS, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the Limited Liability Company is: c/o Kent Huffman, Esquire, 350 Royal Palm Way, Suite 409, Palm Beach, FL 33480.

ARTICLE III - DURATION

The term for which the Company will exist shall be perpetual, and its existence shall begin on the date of the execution of these Articles.

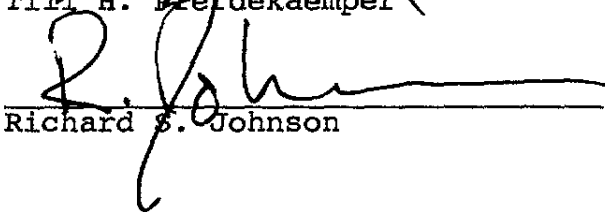
ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by co-managers. The names and addresses of the managers are: Till H. Pferdekaemper, c/o Kent Huffman, Esquire, 350 Royal Palm Way, Suite 409, Palm Beach, FL 33480, and Richard S. Johnson, c/o Kent Huffman, Esquire, 350 Royal Palm Way, Suite 409, Palm Beach, FL 33480. The signature of either manager shall bind the company.

IN WITNESS WHEREOF, the undersigned has executed these
ARTICLES OF ORGANIZATION, on February 23, 2006.

Members:


Till H. Pferdekaemper


Richard S. Johnson

Managers:


Till H. Pferdekaemper


Richard S. Johnson

(In accordance with Section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under
penalties of perjury that the facts stated herein are true.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 608.415 or 608.507, Florida Statutes, the undersigned Florida Limited Liability Company submits the following statement designating a registered office/registered agent, in the State of Florida.

1. The name of the Limited Liability Company is FLORIDA ONLINE AUCTIONS, L.L.C.

2. The name and address of the registered agent and office is: Kent Huffman, Esquire, 350 Royal Palm Way, Suite 409, Palm Beach, FL 33480

Having been named as registered agent and to accept service of process for the above referenced Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent, and agree to act in this capacity. I further agree to comply with all the provisions of the statutes relating to the proper and complete performance of my duties, and I am familiar with, and accept the obligations of my position as registered agent.

REGISTERED AGENT:


Kent Huffman, Esquire

February 23, 2006

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