

L95000000156

BENSON, MOYLE & CHAMBERS

FILED

ATTORNEYS AT LAW  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS  
NATIONSBANK TOWER

ONE FINANCIAL PLAZA, SUITE 1800  
100 SOUTHEAST THIRD AVENUE

FORT LAUDERDALE, FLORIDA 33301-1007

95 MAR -1 PM 12:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WILLIAM H. BENSON, P.A.  
BERNARD T. MOYLE, P.A.  
STEWART H. CHAMBERS, P.A.  
MARK S. MUCCI

KAREN E. EPSTEIN  
ROSE L. PLEVY  
EVAN B. PIOTRA  
LEE A. WEINTRAUB

MARSHALL J. COOPER, P.A., OF COUNSEL

February 16, 1995

BROWARD (305) 524-5800  
DADE (305) 944-3311  
PALM BEACH (407) 734-4855  
FACSIMILE (305) 453-5263

VIA FEDERAL EXPRESS

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

700001409687  
-02/20/95--01013--003  
\*\*\*\*285.00 \*\*\*\*285.00

Re: Articles of Organization For Florida Limited Liability Company  
NEW LAUDERDALE L.C.

Dear Secretary of State:

Please find enclosed the original and one copy of the Articles of Organization For Florida Limited Liability Company to be filed with your office along with our firm's check in the amount of \$285.00 representing the filing fee.

Please return a stamped copy of the Articles of Organization to our office via the enclosed self-addressed, Federal Express envelope.

Thank you for your cooperation in this regard.

Very truly yours,

BENSON, MOYLE & CHAMBERS

Mark S. Mucci  
For the Firm

MSM/spf  
Enclosures

B. REGISTER FEB 23 1995

*PRM Telecommunication  
725 6th Avenue  
Call (904) 241-2000  
T 904-2000  
(okay per Karen)*

*Please  
complete #4  
of the affidavit, it  
should be the total  
of #2 + 3  
7.89.114 7.500 524, 671  
7.95-4157*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 23, 1995

MARK S MUCCI, ESQUIRE  
100 SE THIRD AVENUE  
SUITE 1600  
FT LAUDERDALE, FL 33394-1697

SUBJECT: NEW LAUDERDALE L.C.  
Ref. Number: W95000004157

*Return to  
CAP: + A L  
connections  
BOX to be  
Picked-up*

We have received your document for NEW LAUDERDALE L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, or trust/trustee listed as a manager or managing member of a limited liability company must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

The corporate name must be identical throughout the document.

Please complete number 4 of the affidavit. It should be the total of number 2 and number 3.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 895A00008293

1-00-95

*Corrected*

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY**

FILED  
95 MAR -1 PM 12: 04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

NEW LAUDERDALE L.C.

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the limited Liability Company is:

2455 East Sunrise Boulevard  
Suite 1102  
Fort Lauderdale, FL 33304

**ARTICLE III - Duration:**

The terminated of the Limited Liability Company shall be on or before February 7, 2025 or as otherwise earlier required under the Joint Venture Agreement December 1994.

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) are:

Psychic Readers Network, Inc.  
2455 East Sunrise Boulevard  
Suite 1102  
Fort Lauderdale, FL 33304

Calling Card Co., Inc.  
560 Sylvan Avenue  
Englewood, NJ 07632

**ARTICLE V - Admission of Additional Members**

The right, if given, of the remaining members and the terms and conditions of the admissions shall be:

None.

#### **ARTICLE VI - Members Rights to Continue Business**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolutions of a member of the occurrence of any other event which terminates the continued members of a member in the limited liability company shall be:

None.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

**85 MAR -1 PM 12: 01**


**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

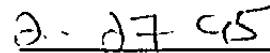
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,  
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY  
COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING  
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF  
FLORIDA.

1. The name of the limited liability company is: **NEW LAUDERDALE L.C.**
2. The name and address of the registered agent and office is:

**THOMAS LINDSEY  
2455 EAST SUNRISE BOULEVARD  
SUITE 1102  
FORT LAUDERDALE, FL 33304**

*Having been named as a registered agent and to accept service of process for the  
above stated 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 the provisions of all 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.*

  
(Signature)

  
(Date)

**Filing Fee: \$35.00 for Designation of  
Registered Agent**

### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of NEW LAUDERDALE L.C. deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$25,000;
- 3) if any, the agreed value of the property other than cash contributed by member(s) is \$00.00; and
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$25,000. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.

(In accordance with Section 604.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts state herein are true.)

Filing Fee: \$250 for Articles of Organization  
and Affidavit

FILE NOW: Fee after May 1, will be \$263.75

L9500000156

FILED

96 MAR -1 PM 4:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILING FEE \$238.75  
Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee  
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company  
DOCUMENT #L95000000156

NEW LAUDERDALE L.C.  
2455 E SUNRISE BLVD  
SUITE 1102  
FT LAUDERDALE FL 33304

1a. Principal Place of Business Address  
2455 E SUNRISE BLVD  
SUITE 1102  
FT LAUDERDALE FL 33304

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2. Principal Place of Business		2a. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country

3. Date Organized or Qualified	3a. State of Formation
03/01/1995	FL
4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
65-0560660	
5. Date of Last Report	6. Certificate of Status Desired
	<input type="checkbox"/> Additional Fee Required

7. Name and Address of Current Registered Agent

LINDSEY, THOMAS  
2455 E SUNRISE BLVD  
SUITE 1102  
FT LAUDERDALE FL 33304

8. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, etc.
City
Zip Code

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
(Registered Agent Accepting Appointment) (Registered Agent Signature Required When Reappointed)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	PSYCHIC READERS NETWORK	2455 E SUNRISE BLVD SUITE	FT LAUDERDALE FL
MGRM	CALLING CARD CO., INC.	560 SYLLVAN AVE	ENGLEWOOD NJ

500001733505  
-03/06/96--01004--006  
\*\*\*238.75 \*\*\*238.75

3/4/96

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address

SIGNATURE: \_\_\_\_\_