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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection

ARTICLES OF ORGANIZATION

OF

INTERNATIONAL COMMUNICATIONS NETWORKS, L.C.

The undersigned, desiring to form a limited liability company, under the laws of the State of Florida, pursuant to Chapter 608, Fla. Stat., hereby subscribes to these Articles of Companization:

ARTICLE 1- NAME

The name of this limited liability company ("Company") is INTERNATIONAL COMMUNICATIONS NETWORKS, L.C.

ARTICLE II ADDRESS OF PRINCIPAL OFFICE

The street address of the principal office of the Company is 266 Sand Dollar Road, Indialantic, FL 32903. The mailing address is P. O. Box 246, Melbourne, Florida 32902-0246.

ARTICLE III - DURATION

The duration of this Company commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE IV REGISTERED AGENT

The name of the initial Registered Agent of the Company is John R. Kancilia, Esquire, whose street and mailing address is 1686 West Hibisous Blvd., Melbourne, Florida 32901.

ARTICLE V - PURPOSES

This Company is organized to conduct any lawful business and shall have all of the powers as an individual to do all things necessary to carry out its business and affairs.

ARTICLE VI ADDITIONAL MEMBERS

Additional members may be admitted to the Company by a vote of two-thirds (2/3) of the number of votes entitled to be cast by members.

The terms and conditions of the admission of new members shall be determined by the vote of the members above described at the time of the admission.

ARTICLE VII DISSOLUTION

The death, insanity, bankruptey, retirement, resignation, dissolution or expulsion of a member, including a manager who is a member, pursuant to these Articles or the regulations of the Company, shall terminate the continued membership of a member in the Company. Such termination of membership shall cause a dissolution of the Company, unless not less than two-thirds (2/3) of the votes entitled to be cast by members affirmatively elect, within forty-five (45) days of such occurrence, to continue the business of the Company by written consent or at a duly called meeting of the members.

ARTICLE VIII REGULATIONS

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested exclusively in the members of the Company. Regulations may be altered or amended only by the vote or consent of members which would be sufficient to admit a new member.

ARTICLE IX MANAGEMENT

The Company shall be managed by a manager who shall be a member. The first manager is JACK ROSA show address is 266 Sand Dollar Road, Indialantic, FL 32903. A manager which is not an individual shall designate in writing to the Company the individual designated by it to act on its behalf.

ARTICLE X INDEMNIFICATION

The Company shall have the power to indemnify any manager to the fullest extent permitted by law.

ARTICLE XI AMENDMENT

These Articles may be amended only by the unanimous vote of the members.

IN WITNESS WHEREOF, the undersigned has subscribed these Articles of Organization this 29th day of August, 1996.

JACK ROSA, Member of

INTERNATIONAL COMMUNICATIONS

NETWORKS, L.C.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that INTERNATIONAL COMMUNICATIONS NETWORKS, L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Organization in the Town of Indiabantic, County of Brevard, State of Florida, has named JOHN R. KANCILIA, ESQUIRE, 1686 West Hibiseus Avenue, Melbourne, FL 32901 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

JOHN, R. KANCILIA, ESQ

AFFIDAVIT

The undersigned, upon oath, does depose and say:

- 1. I am a member of INTERNATIONAL COMMUNICATIONS NETWORKS, L.C.. I subscribed to that limited liability company's Articles of Organization.
- 2. INTERNATIONAL COMMUNICATIONS NETWORKS, L.C. has at least two (2) members.
- 3. The members have contributed one thousand dollars (\$1,000.00) in each as an initial capital contribution.
- 4. The additional amount anticipated to be contributed by all members; is twenty-nine thousand dollars (\$29,000.00). The total amount anticipated to be contributed is thirty thousand dollars (\$30,000.00).

JACK ROSA, Member of
INTERNATIONAL COMMUNICATIONS
NETWORKS, L.C.

STATE OF FLORIDA

COUNTY OF BREVARD

GAIL ROSSI
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