

LAW OFFICES OF
TODD S. PAYNE, P.A.
19501 N.E. 10th AVENUE, SUITE 306
NORTH MIAMI BEACH, FLORIDA 33179

TODD S. PAYNE

TELEPHONE (305) 999-0320
FACSIMILE (305) 652-9353

TRANSMITTAL LETTER FOR
FLORIDA LIMITED LIABILITY COMPANY

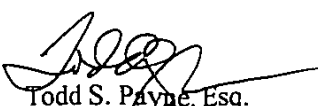
Department of State
Division of Corporation
PO Box 6327
Tallahassee, FL 32314

RE: LINK COMM L.L.C.

To Whom it May Concern:

Enclosed is an original and one (1) copy of the articles of organization and a check for \$346.25 for the filing fee, registered agent designation, certified copy and certificate.

Thank you in advance.


Todd S. Payne, Esq.
19501 NE 10th Avenue
Suite 306
N. Miami Beach, FL 33179

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1997

CAPITAL CONNECTIONS

The name LINK COMM. INC. has been reserved for 120 days beginning January 9, 1997. The reservation number is R97000000096 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 097A00001226



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 4, 1997

TODD S. PAYNE, P.A.
19501 N.E. 10TH AVENUE
SUITE 306
N MIAMI BEACH, FL 33179

SUBJECT: LINK COMM, L.L.C.
Ref. Number: W97000002688

We have received your document for LINK COMM, L.L.C. and check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 897A00005662

*Per our conversation, please see
attached.*

*Susan Beatty,
Paralegal*

1-305-999-0320

**ARTICLES OF ORGANIZATION
OF
LINK COMM, L. L.C.**

The undersigned does hereby subscribe to and file these Articles of Organization for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act.

**ARTICLE I
NAME**

The name of this limited liability company is **LINK COMM, L.L.C.**

**ARTICLE II
PURPOSE**

This limited liability company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act and this limited liability company shall have all the powers of a limited liability company under Chapter 608, Florida Statutes.

**ARTICLE III
DURATION**

This limited liability company shall continue in full force and effect until December 31, 2035, or until dissolved in a manner provided by law or as provided in the regulations of this limited liability company.

**ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS**

The principal office and mailing address of this limited liability company is:

19501 NE 10th Avenue
Suite 306
N. Miami Beach, FL 33179

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this limited liability company in the State of Florida is:

Todd S. Payne, Esq.
19501 NE 10th Avenue
Suite 306
N. Miami Beach, FL 33179

**ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS**

6.1 Members shall have the right to admit new members by unanimous consent. Capital contributions required of new members shall be determined as of the time of admission to this limited liability company. A member's interest in this limited liability company may not be sold or otherwise transferred except with the unanimous written consent of the non-transferring members.

6.2 Upon death, the retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in this limited liability company, the remaining members shall have the right to continue the business of this limited liability company upon the unanimous consent of such remaining members.

**ARTICLE VII
RIGHT OF MEMBERS TO CONTINUE BUSINESS**

The members of this limited liability company may continue the business of this limited liability company following the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this limited liability company if, within ninety (90) days after the occurrence of such event, the business of this limited liability company is continued by the agreement of all the remaining members.

**ARTICLE VIII
MANAGEMENT**

8.1 This limited liability company has a board of managers and the business and affairs of this limited liability company shall be managed by or under the direction of its board of managers. No member of the limited liability company, in such capacity, shall have any right or authority to act for or to bind this limited liability company.

8.2 The board of managers of this limited liability company shall consist of four (4) managers, initially. The number of members of the board of managers may be either increased or diminished from time to time as provided in the regulations of this limited liability company but shall never be less than four (4). Each manager shall serve until the first annual meeting of the members of this limited liability company or until their successors are elected and qualify. The name and address of the initial Managers of this limited liability company is:

David Rulien
19501 NE 10th Avenue
Suite 306
N. Miami Beach, FL 33179

James Cast
19501 NE 10th Avenue
Suite 306
N. Miami Beach, FL 33179

Cliff Duke
19501 NE 10th Avenue
Suite 306
N. Miami Beach, FL 33179

Todd S. Payne
19501 NE 10th Avenue
Suite 306
N. Miami Beach, FL 33179


ARTICLE IX AMENDMENT OF ARTICLES OF ORGANIZATION

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

ARTICLE X INDEMNIFICATION

This limited liability company shall indemnify any member, manager or officer of this limited liability company, or any former member, manager or officer of this limited liability company, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, being a member of this limited liability company, has executed these Articles of Organization this 30th day of January, 1997.


Todd Payne,
Manager and authorized
representative of the members of
this limited liability company

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

Pursuant to the provisions of section 608.415 or 608.507 Fla. Stats., the undersigned Limited Liability Company organized under the laws of the State of Florida, 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 **LINK COMM L.L.C.**
2. The name and address of the registered agent and office is **Todd S. Payne, 19501 NE 10th Avenue, Suite 306, N. Miami Beach, Florida 33179.**

Having been named as registered agent 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.

Date: 1-30-97

By: 

Todd S. Payne

STATE OF FLORIDA
TALLAHASSEE

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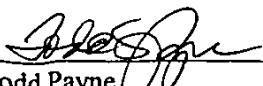
**AFFIDAVIT REGARDING MEMBERS AND CAPITAL CONTRIBUTIONS
OF
LINK COMM, L.L.C.**

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Todd S. Payne, who, in his capacity as a member of LINK COMM, L.L.C., a Florida limited liability company (the "Company"), being duly sworn, deposes and says:

1. The Company has at least two (2) members.
2. The members of the Company have agreed to make capital contributions to the Company in the aggregate amount of \$ 1,000.00. No other capital contributions to the Company are anticipated to be made at this time.

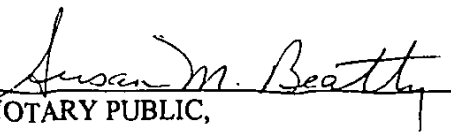
FURTHER AFFIANT SAYETH NAUGHT.



Todd Payne,
Manager and authorized
representative of the members of
the Company

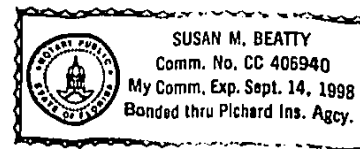
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CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
STATE OF FLORIDA

SWORN TO AND SUBSCRIBED before me this 30th day of January, 1997.



NOTARY PUBLIC,
State of Florida at Large

My Commission Expires:



Personally Known ☒ or Produced Identification _____

Type of Identification Produced _____