

L97000000822

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Barter / Link, LC

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-08/01/97--01051--024
***337.50 ***337.50

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Name Reservation _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

FILED
 97 JUL 30 PM 12:28
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 DIVISION OF CORPORATION
 97 JUL 30 AM 10:33
RECEIVED

285.00 F.F.
52.50 C.C.

337.50

DMC
7/30/97

Signature _____

Requested by: CB 7:30 9:50
 Name Date Time

Walk-In _____ Will Pick Up _____

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97 JUL 30 PM 12: 28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
BARTER/LINK, L.C.**

Pursuant to Section 608.407, Florida Statutes, the Articles of Organization of the above named limited liability company are as set forth herein.

ARTICLE I

The name of the limited liability company shall be Barter/Link, L.C. Its business shall be carried out at its principal place of business, as set forth below, or at such other points or places in the State of Florida, the United States or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company is 601 Brickell Key Drive, Suite 605, Miami, FL 33131.

ARTICLE III

The period of duration shall be perpetual.

ARTICLE IV

The limited liability company is to be managed by its members and the name and address of the managing member is as follows:

Douglas DeSouza
1645 Sandpiper
Merritt Island, FL 32952

ARTICLE V

The right of the members to admit additional members and the terms and conditions of any such admission(s) shall be set forth in the Regulations of the limited liability company.

ARTICLE VI

The right of the remaining members to continue the business on the death, disability, retirement, resignation, expulsion or bankruptcy of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be set forth in the Regulations of the limited liability company.

ARTICLE VII

The name and address of the initial registered agent is:

Lawrence A. Saichek, Esq.
601 Brickell Key Drive Suite 605
Miami, FL 33131

ARTICLE VIII

To the extent permitted by Florida Statute 608.4363, this limited liability company hereby indemnifies any managing member, employee, director, officer or agent and expenses incurred may be paid.

ARTICLE IX

The provisions of these Articles of Organization and every Article hereof, and the Regulations of this limited liability company, shall be considered part of every contract and transaction to which this limited liability company shall be a party. Every person, association, entity and/or corporation dealing with this limited liability company hereby charged with knowledge of this limited liability company.

IN WITNESS WHEREOF the undersigned has set out his hand and seal this 21 day of July, 1997.

Douglas DeSouza
Douglas DeSouza

State of Florida)
County Of Dade) *BREVARD*

BEFORE ME, the undersigned authority, personally appeared Douglas DeSouza to me well known to be the persons described in and who executed and subscribed the foregoing Articles of Organization, and acknowledged, before me, that such Articles of Organization were executed and subscribed to for the purposes set forth therein.

BREVARD
WITNESS my hand and official seal at Dade County, Florida this 21 day of July, 1997.

Notary Public, State of Florida

Merry D. Whiting

Notary Name Printed

MY COMMISSION EXPIRES:
Personally Known or Produced Identification
Type of Identification Produced:
DID take Oath ___ or DID NOT take oath



MERRY D WHITING
My Commission CC562639
Expires Jun. 23, 2000

FILED

CERTIFICATE DESIGNATING REGISTERED AGENT

97 JUL 30 PM 12:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 608.415 of the Florida Statutes, the following is submitted in compliance with said act:

Barter/Link, L.C., a Florida limited liability company, qualified to do business under the laws of the State of Florida, with its principal office at 601 Brickell Key Drive, Suite 601, Miami, FL 33131, has appointed Lawrence A. Saichek, Esq., 601 Brickell Key Drive, Suite 605, Miami, FL 33131 as its registered agent to accept service of process within this state.

Having been named as 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.

Dated this 21 day of July, 1997.

By:



Lawrence A. Saichek
601 Brickell Key
Suite 605
Miami, FL 33131
(305) 577-3902

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Member of Barter/Link, 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 Members is \$15,000.00.
3. there will be additional cash or property contributed by the Members.

I understand that, in accordance with section 608.408(3) Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Douglas DeSouza
Douglas DeSouza
Managing Member

Dated 7/21/97