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00789-01117-01127-00671

W98-27883



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 062002 5021572

AUTHORIZATION :

COST LIMIT : \$ 70.00

285.00

ORDER DATE : December 11, 1998

ORDER TIME : 1:53 PM

ORDER NO. : 062002-010

CUSTOMER NO: 5021572

600002710856--6

CUSTOMER: Ms. Jane Walker
GROCOCK & ABRAMSON
GROCOCK & ABRAMSON
Suite 200
126 East Jefferson Street
Orlando, FL 32801

DOMESTIC FILING

NAME: THE CONNEXUS RESOURCE, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS: _____

Name	MAH
Availability	MAH
Document	MAH
Examiner	MAH
Updater	MAH
Updater	MAH
Verifier	MAH
Acknowledgement	MAH
W. P. Verifier	MAH

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 11 AM 10:41

98 DEC 11 PM 3:30

DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 17, 1998

CSC

SUBJECT: THE CONNEXUS RESOURCE, L.L.C.
Ref. Number: W98000027883

RESUBMIT

Please give original
submission date as file date.

We have received your document for THE CONNEXUS RESOURCE, L.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):

You failed to make the correction(s) requested in our previous letter.

The document must contain the entity's complete mailing address.

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 (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 298A00058772

RECEIVED
98 DEC 18 AM 9:51
DIVISION OF CORPORATIONS

98 DEC 11 AM 10:41

ARTICLES OF ORGANIZATION
OF
THE CONNEXUS RESOURCE, L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the "Florida Limited Liability Company Act," do hereby adopt the following Articles of Organization for such company:

Article 1. Name. The name of this Company shall be THE CONNEXUS RESOURCE, L.L.C.

Article 2. Duration. The period of this Company's duration shall be thirty (30) years, unless terminated earlier by the unanimous written agreement of all Members.

Article 3. Principal Address. The initial street address in this state of the principal office and mailing address of this corporation is 8611 Villa Point #1233, Orlando, Florida 32810.

Article 4. Registered Agent and Office. The name and address of the initial Registered Agent and the address of the principal and registered office for this Company are as follows:

Shannon Bradford
8611 Villa Point #1233
Orlando, FL 32810

Article 5. Contributions to Capital. The total amount of cash or property contributed to the Company by its Members shall be One Thousand Dollars (\$1,000).

Article 6. Admission of Additional Members and Terms and Conditions of such Admissions. Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of this Company.

Article 7. Management of Company. The business of the Company shall be managed by an Operating Manager and such other managers elected by the Members. The Members shall have voting rights in proportion to their contributions to the capital of the Company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the Members.

The names and addresses of the initial Members are as follows:

<u>Name</u>	<u>Address</u>
Shannon Bradford	8611 Villa Point #1233 Orlando, FL 32810

Article 8. Amendment. The power to adopt, alter, amend or repeal these Articles and the Operating Agreement of this Company shall be vested in the Members of the Company.

Article 9. Commencement of Existence. The existence of this Company shall commence on the date these Articles are filed with the Department of State.

Article 10. Continuation of Business. The remaining members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member of the Company.

IN WITNESS WHEREOF, the undersigned member of the Company has hereunto set his hand and seal to these Articles of Organization this 10 day of December, 1998.


Shannon Bradford

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That THE CONNEXUS RESOURCE, L.L.C., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in the Articles of Organization, at 8611 Villa Point #1233, Orlando, Florida 32810, County of Orange, State of Florida, has named Shannon Bradford, 8611 Villa Point #1233, Orlando, Florida 32810, County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.

A handwritten signature in cursive script, appearing to read "Shannon Bradford", is written over a horizontal line.

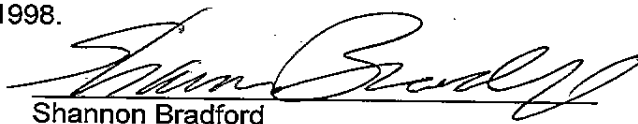
Shannon Bradford
Registered Agent

Affidavit of Membership and Contributions

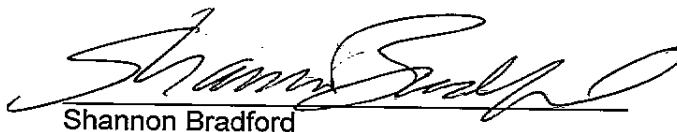
The undersigned member or authorized representative of a member of The Connexus Resource, L.L.C., certifies:

1. the above named limited liability company has at least one member;
2. the total amount of cash contributed by the member(s) is \$1,000;
3. the agreed value of property other than cash contributed by the member(s) is \$0.00; and
4. the total amount of cash and property contributed and anticipated to be contributed by the member(s) is \$1,000.

Dated this 10th day of December, 1998.


Shannon Bradford

(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.)


Shannon Bradford