



THE UNITED STATES  
CORPORATION  
COMPANY

199000001088

ACCOUNT NO. : 072100000032

REFERENCE : 147753 85852A

AUTHORIZATION :

*Patricia Pizeto*

COST LIMIT : \$ 285.00

ORDER DATE : February 25, 1999

ORDER TIME : 9:30 AM

ORDER NO. : 147753-005

CUSTOMER NO: 85852A

CUSTOMER: Harry W. Haskins, Esq  
HARRY W. HASKINS, ESQ  
HARRY W. HASKINS, ESQ  
Suite 201  
3400 South Tamiami Trail  
Sarasota, FL 34239

500002786835--0

DOMESTIC FILING

NAME: 2DIGITAL LLC

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: Christopher Smith

EXAMINER'S INITIALS:

FILED  
99 FEB 25 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L99-1088

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Update Verifier	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

RECEIVED  
99 FEB 25 AM 9:58  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 25, 1999

CHRISTOPHER SMITH  
CSC

SUBJECT: 2DIGITAL LLC  
Ref. Number: W99000004713

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for 2DIGITAL LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 799A00008727

FILED  
99 FEB 25 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 FEB 26 AM 10:38  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

**ARTICLE I - Name**

The name of the Limited Liability Company is: 2digital LLC

**ARTICLE II - Address**

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

3349 Plantation Drive  
Sarasota, Florida 34231

**ARTICLE III - Duration**

The period of duration for the Limited Liability Company shall be: Perpetual

**ARTICLE IV - Management**

The Limited Liability Company is to be managed by a member, and the name and address of the managing member is:

Robert Miscavage  
3349 Plantation Drive  
Sarasota, Florida 34231

FILED  
99 FEB 25 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V - Admission of Additional Members**

The right of the member to admit additional members and the terms and conditions of the admissions shall be:

Except as otherwise provided in the Articles of Organization or the regulations, no individual may be admitted as a member without the prior written consent of each member to the admission of the additional member.

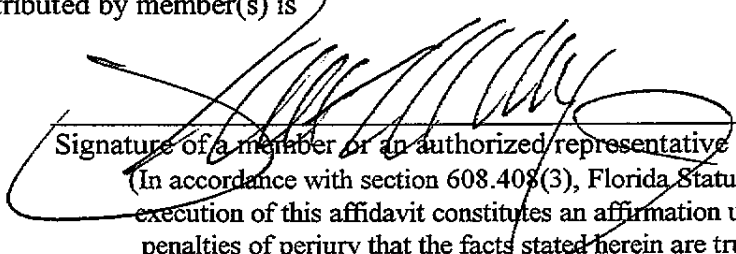
**ARTICLE VI- Members Rights to Continue Business**

The right of the remaining members of the Limited Liability Company 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 in the Limited Liability Company shall be: Pursuant to the provisions of the regulations.

## ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member, Robert Miscavage, certifies:

1. the above named limited liability company has at least one member;
2. the total amount of cash contributed by the member is \$ 10,000;
3. if any, the agreed value of property other than cash contributed by member(s) is N/A;  
(A description of the property is attached and made a part hereof); and
4. the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$1,500,000

  
\_\_\_\_\_  
Signature of a member or an authorized representative of a member  
(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.)

FILED  
99 FEB 25 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISION 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.

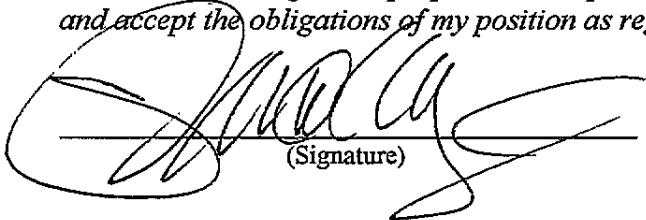
1. The name of the Limited Liability Company is:

2digital LLC

2. The name and address of the registered agent and office is:

Robert Miscavage  
3349 Plantation Drive  
Sarasota, Florida 34231

*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.*

  
(Signature)

2-24-99  
(Date)

**Filing Fee: \$35 as for Designation of Registered Agent**

FILED  
99 FEB 25 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA