

L99000000/382

**TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY**

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400002795044--9
-03/04/99--01093--016
****346.25 ****346.25

SUBJECT: PROFESSIONAL IMAGES.NET, L.L.C.

Enclosed is an original and one (1) copy of the articles of organization and a check for:

\$285.00
Filing Fee
& Registered
Agent
Designation

\$293.75
Filing Fee,
Registered Agent
Designation &
Certificate

\$337.50
Filing Fee,
Registered Agent
Designation &
Certified Copy

\$346.25
Filing Fee,
Registered
Agent
Designation,
Certified Copy
& Certificate

FROM: Professional Images, Net, L.L.C.
1469 N. Magnolia Ave., Suite F
Ocala, Florida 34471
(352)732-2000

George Ortiz GAVE
AUTHORIZATION BY PHONE TO
CORRECT Affidavit
DATE 3/11/99
DOC. EXAM mtf

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

FILED
DIVISION OF STATE
CORPORATIONS
92400-4 PM 1:26

93MAR-1, PM 1:28
DIVISION OF REVENUE
STATE OF FLORIDA

ARTICLES OF ORGANIZATION OF PROFESSIONAL IMAGES.NET, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I--NAME

The name of the limited liability company shall be Professional Images.Net, L.L.C. ("Company").

ARTICLE II--ADDRESS

The mailing address and street address of the principal office of the company shall be 1469 N. Magnolia Ave., Suite F, Ocala, Florida 34475.

ARTICLE III--DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV--REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is George Ortiz, 1515 N.E. Silver Springs Boulevard, Suite 128, Ocala, Florida 34470.

ARTICLE V--CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in the Affidavit of Membership and Contributions.

ARTICLE VI--ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII--ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be

determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII--TERMINATION OF EXISTENCE


The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all other members.

ARTICLE IX--MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

NAME	ADDRESS
Eduardo L. Ramos	505 S.E. 39 th Avenue, Ocala, Florida 34471
Exie J. Ramos	505 S.E. 39 th Avenue, Ocala, Florida 34471
Darren J. Hodge	3680 N.E. 22 nd Court, Ocala, Florida 34475

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Ocala, Florida, on this 26 day of February 1999.


Exie J. Ramos, Organizer

Exie J. Ramos
Exie J. Ramos, Applicant

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 26th day of February, 1999, by EXIE J. RAMOS, who is personally known by me or has produced _____ as identification and who did not take an oath.

NOTARY PUBLIC

Kelly Diana Knudson
Print Name: _____
State of _____ at Large
My Commission Expires: _____



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Professional Images.Net, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.


George Ortiz, Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Professional Images.Net, L.L.C., deposes and says:

1. The above named limited liability company has three members.
2. The total amount of cash contributed by the members is \$20,000.00.
3. The membership does not anticipate any contribution other than the aforementioned cash.
4. No property has been contributed.

THE AFFIANT SAYS NOTHING FURTHER

Exie J. Ramos
Exie J. Ramos, Affiant

Exie J. Ramos
Exie J. Ramos, Applicant

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 26th day of February, 1999, by EXIE J. RAMOS, who is personally known by me or has produced _____ as identification and who did not take an oath.

NOTARY PUBLIC

Kelly Diana Knudson
Print Name: _____
State of _____ at Large
My Commission Expires: _____

