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April 14, 1999

Via Federal Express

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Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Filing of Limited Liability Company Documents for Finnegan Mackenzie
Resources, L.L.C.

Dear Sir or Madam:

Enclosed please find the following documents for filing:

1. Articles of Organization
2. Certificate of Designation of Registered Agent/Registered Office
3. Affidavit of Membership and Contributions

Also enclosed is our firm check in the amount of \$337.50 which is for the filing fee of \$285.00 and certified copy charge of \$52.50. Please return a certified copy of the documents filed in the enclosed envelope.

Please call me should you have any questions.

Very truly yours,

Kurt E. Thalwitzer
Kurt E. Thalwitzer

Enclosures

cc: Richard Finnegan

KET:km

FILED
99 APR 15 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L99-2204

Name	024-19
Availability	
Document	
Exemptions	
Fee	
Payment	
Signature	
Witness	
Acknowledgment	
W. P. V...	

**ARTICLES OF ORGANIZATION
OF
FINNEGAN MACKENZIE RESOURCES, L.L.C.**

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99 APR 15 PM 5:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Finnegan Mackenzie Resources, L.L.C. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company in Florida shall be 6104 Sunnyvale Drive, Orlando, Florida 32822.

ARTICLE III - DURATION

The period of duration of the Company shall be perpetual commencing on the date these Articles of Organization are filed by the Florida Department of State unless the Company is earlier dissolved as provided in these Articles of Organization or the Regulations of the Company.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida. Without limiting the generality of the foregoing, the initial purpose of the Company is to engage in a consulting business involving consulting with senior business executives concerning public speaking, leadership skills, and workforce issues.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Mateer & Harbert, P.A., Kurt E. Thalwitzer, 225 E. Robinson Street, Suite 600, Orlando, Florida 32801.

ARTICLE VI - 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 upon such terms and conditions as shall be set forth in the Regulations of the Company.

ARTICLE VII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, disability, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company as provided in Section 608.441, Florida Statutes, unless the business of the Company is continued by the consent of all the remaining members.

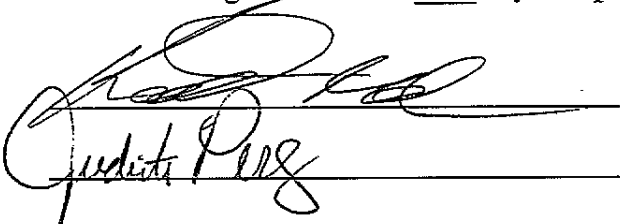
ARTICLE VIII - MANAGEMENT

The Company shall be managed by one or more managing 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 name and address of the initial managing member of the Company is: Richard Finnegan, 6104 Sunnyvale Drive, Orlando, Florida 32822.

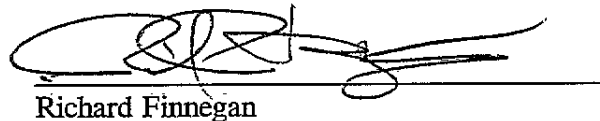
ARTICLE IX - RETURN OF CAPITAL

No member may demand return of capital contributions except as may be provided in the Regulations of the Company.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization this ____ day of April, 1999.



Handwritten signature of Judith Perry.



Handwritten signature of Richard Finnegan.

Richard Finnegan

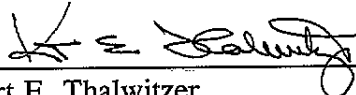
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes Section 608.415 or 608.507, 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 Finnegan Mackenzie Resources, L.L.C.
2. The name and address of the registered agent and office is: Mateer & Harbert, P.A., Kurt E. Thalwitzer, 225 E. Robinson Street, Suite 600, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named 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: April 14, 1999.


Kurt E. Thalwitzer
Mateer & Harbert, P.A.

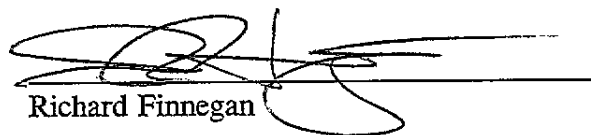
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Finnegan Mackenzie Resources, L.L.C. deposes and says:

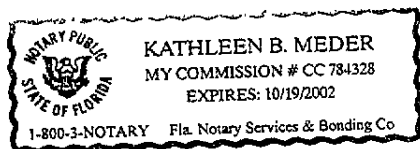
1. The above named limited liability company has one member.
2. The total amount of cash contributed by the one member is \$18,500.00.
3. The agreed value of property other than cash contributed by members is \$0. The contributed cash of \$18,500.00 will be used to engage in a consulting business involving consulting with senior business executives concerning public speaking, leadership skills, and workforce issues.
4. The total amount of cash or property anticipated to be contributed by the one member is \$18,500.00. This total includes amounts from 2 and 3 above.

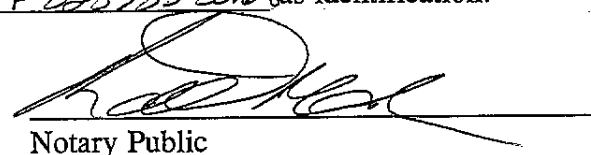
In accordance with Section 608.408(3), Florida Statutes, this execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true.


Richard Finnegan

STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 13 day of April, 1999 by
RICHARD FINNEGAN, who produced FDL-P335733 8016 as identification.




Notary Public

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99 APR 15 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA