

L99 000002499

April 19, 1999

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

000002847660--4

-04/22/99--01077--009

****285.00 ****285.00

RE: VOICES2010.com, LLC.

Attached hereto for filing is the original and one copy of the Articles of Organization of VOICES2010.com, LLC., including the appropriate affidavits. VOICES2010.com, LLC will operate as a limited liability company under the laws of the State of Florida. A check has also been enclosed in the amount of \$285.00 to cover the cost of filing the Articles of Organization and Affidavit as well as the designation of a registered agent.

Upon filing of the Articles of Organization you are requested to stamp a copy of the Articles of Organization and return to my attention c/o Fidelity Financial Services, L.C., 2750 N. 29th Avenue, Suite 202, Hollywood, Florida 33020.

Your attention to this matter is greatly appreciated.

Sincerely,


Frank Hall, Jr., Member

Attachments

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Name	AL 53
Availability	
Document	
Examiner	
Updater	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 26, 1999

FRANK HALL, JR.
C/O FIDELITY FINANCIAL SERVICES, L.C.
2750 N. 29TH AVENUE, SUITE 202
HOLLYWOOD, FL 33020

SUBJECT: VOICES2010.COM, LLC
Ref. Number: W99000009753

We have received your document for VOICES2010.COM, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the names and street addresses of the members or managers of the limited liability company.

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

Tammi Cline
Document Specialist

Letter Number: 999A00021934

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**ARTICLES OF ORGANIZATION
OF
VOICES2010.com, LLC**

The undersigned hereby submit these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

1. The name of the limited liability company is VOICES2010.com, LLC.
2. 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.
3. The latest date on which the limited liability company is to dissolve is upon death, bankruptcy, or dissolution of a member or a manager, or upon 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 members, provided there are at least two remaining members.
4. The names and addresses of each organizer executing these Articles of Organization are:
 - Lester A. Simon, 1081 Corkwood Street, Hollywood, Florida 33019
 - MSA Consulting, LC, 1081 Corkwood Street, Hollywood, Florida 33019
 - Frank Hall, Jr., 2750 N. 29th Avenue, Suite 202 Hollywood, Florida 33020
- 4a. The name and address of the managing member is as follows:
 - Lester A. Simon, 1081 Corkwood Street, Hollywood, Florida 33019
5. The street address of the initial registered office of the limited liability company in the State of Florida is 1081 Corkwood Street, Hollywood, Florida 33019, and the name of its initial registered agent at such address is Lester A. Simon.
6. 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

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management of the affairs of the Company not inconsistent with laws or the Articles of Organization.

7. No person who is serving or who has served as a manager of the limited liability company shall be personally liable to the limited liability company or any of its members for monetary damages for breach of duty as a manager, except for liability with respect to (i) acts or omissions that the manager at the time of such breach knew were clearly in conflict with best interests of the limited liability company, (ii) any transaction from which the manager derived an improper personal benefit, or (iii) acts or omissions with respect to which the State of Florida Limited Liability Company Act does not permit the limitation of liability. As used herein, the term "improper personal benefit" does not include a manager's reasonable compensation or other reasonable incidental benefit for or on account of his service as a manager, employee, independent contractor, attorney or consultant of the limited liability company. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Organization inconsistent with this article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

8. The members of the Company shall contribute to the capital of the Company the cash or property set forth hereinafter.

9. Each member may be requested to make additional capital contributions to the Company as set forth in the operating agreement.

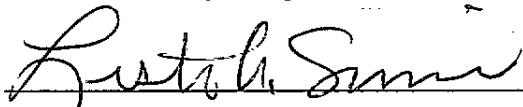
10. No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations 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.

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11. These articles will become effective upon filing with the Florida Department of the Secretary of State.

This the 16th day of April, 1999.




Organizer: MSA Consulting, LC by its Member Manager

STATE OF FLORIDA

COUNTY OF BROWARD

Before me personally appeared Lester A. Simon, to me well known to be the member manager of the organizer of the above limited liability company and who subscribed the above Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 16th day of April, 1999.



Notary Public, State of Florida



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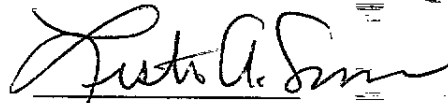
A. AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member or authorized representative of a member of VOICES2010.com, LLC, 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 \$28,000 Dollars.
3. The total amount of cash or property anticipated to be contributed by members is \$28,000.

THE AFFIANT SAYS NOTHING FURTHER

Dated: April 16, 1999

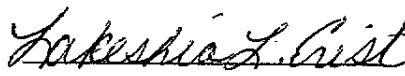

Lester A. Simon

STATE OF FLORIDA

COUNTY OF BROWARD

Before me personally appeared Lester A. Simon, to me well known to be an authorized representative of a member of the above limited liability company and who subscribed the above Affidavit of Membership and Contribution.

16th IN WITNESS WHEREOF, I have set my hand and affixed my official seal this day of April, 1999.


Notary Public, State of Florida

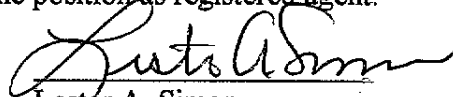


LAKESHIA L. CRIST
COMMISSION # CC 506846
EXPIRES OCT 31, 1999
BONDED THRU
ATLANTIC BONDING CO. INC.

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B. ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of VOICES2010.com, LLC, 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 my duties, and is familiar with and accept the obligations of the position as registered agent.


Lester A. Simon

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