

Division of Corporations

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Division of Corporations

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From: Karen DiDea (Direct Dial No. 407/418-6462)

Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
Account Number : 072720000036
Phone : (407) 843-4600
Fax Number : (407) 843-4444

ATTORNEY NO. 424
CLIENT NO. 099994
MATTER NO. 45129

PLEASE COMPLETE FILING OF THE ARTICLES OF ORGANIZATION WITH
AN EFFECTIVE DATE OF TODAY, JUNE 23, 1999. Thanks! Karen

LIMITED LIABILITY COMPANY**iHatch.com.LLC**

Name Availability	MJH
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Updater	
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ARTICLES OF ORGANIZATION

OF

iHatch.com, LLCARTICLE I - NAME

The name of this limited liability company is iHatch.com, LLC (the "Company").

ARTICLE II - DURATION

The duration of the Company shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company shall be SunTrust Center, Suite 1850, 200 South Orange Avenue, Orlando, Florida 32801.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of the Company at that address is Michael V. Elsberry.

ARTICLE V - MANAGEMENT

Management of the Company is reserved to the Members and shall be carried out in accordance with the provisions of the Company's Regulations and Operating Agreement. The Company does not have any managers or managing members. The name and address of the sole member of the Company is:

Edward P. Grace, III 5091 Isleworth Country Club Drive
Windermere, Florida 34786-2387

ARTICLE VII - REGULATIONS AND OPERATING AGREEMENT

The management and affairs of the Company shall be conducted in accordance with the Regulations and Operating Agreement of the Company adopted by the Members, as the same may be amended, from time to time, in accordance with the terms thereof.

This document was prepared by:

Michael V. Elsberry, Esquire
Florida Bar Number: 191861

Lowndes, Drosdick, Doster, Kantor & Reed, P.A.

P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

The Members of the Company shall have the right to admit additional Members on such terms and conditions as shall be approved by a majority in interest of the Members.

ARTICLE IX - CONTINUATION

The remaining Members of the Company have the right to continue the business in the event of 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 Company.

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization this 23rd day of June, 1999.



Edward P. Grace, III, Member

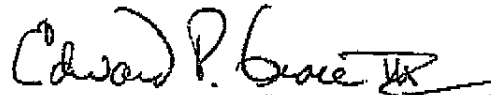
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statements to designate a registered office and registered agent in the State of Florida.

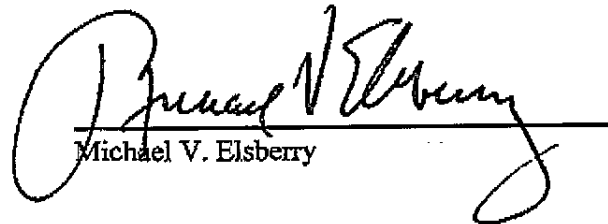
1. The name of the limited liability company is iHatch.com, LLC.
2. The name and Florida street address of the registered agent and office are:

Michael V. Elsberry
215 North Eola Drive
Orlando, Florida 32801



Edward P. Grace, III, Member

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.



Michael V. Elsberry

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member or authorized representative of a member of iHatch.com, LLC, deposes and says:

1. iHatch.com, LLC, a Florida limited liability company (the "Company") has at least one (1) member.
2. The total amount of cash contributed by the Members of the Company is \$10,000.00.
3. The Members have not contributed property other than cash to the Company.
4. The total amount of cash or property anticipated to be contributed by the Members of the Company is \$-0-.
5. The total of the amounts listed in Paragraphs 2, 3 and 4 is \$10,000.00.


Edward P. Grace, III, 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).