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PAUL A. WILSON

ATTORNEY

ALSO ADMITTED IN ALABAMA

L99000004559

July 20, 1999

Secretary of State
LLC Division
Post Office Box 6327
Tallahassee, Florida 32314

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-07/23/99-01048-004

****285.00 ****285.00

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-07/23/99-01048-005

*****8.75 *****8.75

RE: NetspeedConsulting.com, L.L.C.

Gentlemen:

Enclosed herewith is the original and one copy of Articles of Organization for the above-named limited liability company. Enclosed are two checks in the total sum of \$285.00 representing the following fees:

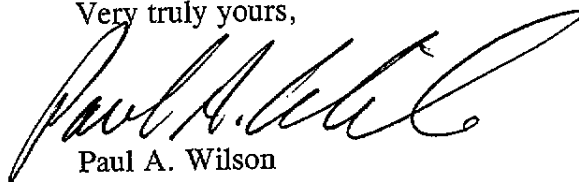
Filing fee	\$250.00
Certified Copy CUS	8.75
Registered agent fee	<u>35.00</u>

TOTAL \$ 293.75

Please file the original of the enclosed Articles of Organization and return a ~~certified copy~~ CUS to the undersigned.

Please do not hesitate to contact the undersigned should you have any questions.

Very truly yours,


Paul A. Wilson

PAW:fm

Enclosures

cc: Mr. James D. Harris

PAW\LLC\Netspeed\sec-ltr

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DIVISION OF CORPORATIONS
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BA

**ARTICLES OF ORGANIZATION
OF
NetSpeedConsulting.com, L.L.C.**

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is NetSpeedConsulting.com, L.L.C.

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is:
2015 Cameron Drive, Pensacola, Florida 32505

ARTICLE III — Duration:

The period of duration for the Company shall be: Perpetual.

ARTICLE IV — Management:

The Company is to be managed by the members and the names and addresses of the initial Managing Members are:

James D. Harris, 2015 Cameron Drive, Pensacola, Florida 32505.

Joan P. Brannick, 10416 Tera Drive, Riverview, Florida 33569

James Gates, 8683 Ash Court, Daphne, Alabama 36527

ARTICLE V — Registered Agent:

The name of the company's initial registered agent in Florida is Paul A. Wilson. The address of the company's initial registered office in Florida is 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503.

ARTICLE VI — Admission of Additional Members:

Members of the company have the right to admit new members. Additional members may be admitted only on the written consent of the holder(s) of a majority percent interest in the company, and the holder(s) of a majority percent interest in the company shall determine the amount and nature of contributions by new members at the time the new members are admitted.

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ARTICLE VII — Members' Rights to Continue Business:

The right, if given, 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:

The remaining members of the company have the right 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.

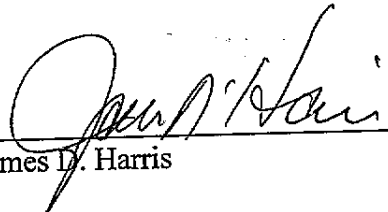
ARTICLE VIII — Limitation on Agency Authority of Members:

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member. Members only have authority as set out in the regulations.

ARTICLE IX —Additional Provisions:

The power to adopt, alter, amend, or repeal the regulations of the company is vested entirely in the members listed in Article IV.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 19 day of July, 1999.


James D. Harris

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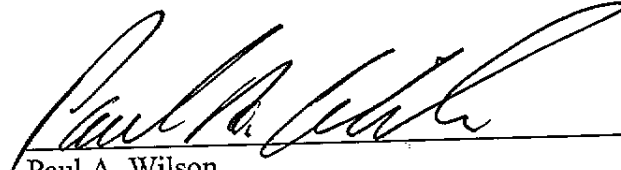
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/
REGISTERED OFFICE
OF
NetSpeedConsulting.com, L.L.C.**

Pursuant to the provisions 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 NetSpeedConsulting.com, L.L.C.
- (2) The name and address of the registered agent and office is: Paul A. Wilson, 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503.

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: July 19, 1999


Paul A. Wilson

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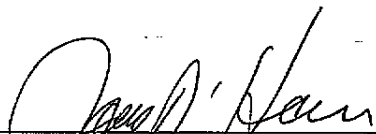
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
NetSpeedConsulting.com, L.L.C.

The undersigned member of **NetSpeedConsulting.com, L.L.C.** deposes and says:

- 1) that the above named limited liability company has at least one member;
- 2) that the total amount of cash contributed by the member(s) is: \$ 6,000.00
- 3) that no property other than cash has been contributed by members; and
- 4) that the total amount of cash and property contributed and anticipated to be contributed by member(s) is: \$ 15,000.00.

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 herein are true.

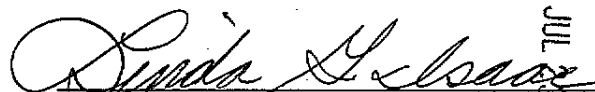
IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 19 day of July, 1999.


James D. Harris

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 19 day of July, 1999, by James D. Harris.




Notary Public

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____ Personally known

OR

X Produced Identification

Type of Identification Produced FL. DRIVER'S Lic.