



THE UNITED STATES
CORPORATION
COMPANY

L99000004846

ACCOUNT NO. : 072100000032

REFERENCE : 331453 7116793

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizzuto

ORDER DATE : August 5, 1999

ORDER TIME : 10:21 AM

ORDER NO. : 331453-005

CUSTOMER NO: 7116793

CUSTOMER: Geoffrey T. Hodges, Esq.
AGLIANO HODGES & WHITTEMORE,
AGLIANO HODGES & WHITTEMORE
Park Tower, Suite 2630
400 North Tampa Street
Tampa, FL 33602

200002951282--7

DOMESTIC FILING

NAME: BUZZBOYS, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

8/5/99

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -5 AM 8:20

RECEIVED
99 AUG -5 AM 11:27

BUZZBOYS, LLC

ARTICLES OF ORGANIZATION

The undersigned, pursuant to the provisions of Chapter 608, Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, sets forth the following:

ARTICLE I

NAME

The name of the Limited Liability Company is BuzzBoys, LLC.

ARTICLE II

PERIOD OF DURATION

The period of duration of the Limited Liability Company shall commence five days prior to the filing of these Articles in the office of the Secretary of State of Florida and shall terminate upon the first to occur of the following:

- (i) December 31, 2050; or
- (ii) Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act.

ARTICLE III

PURPOSE

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability

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Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws, including, but not limited to, the power to purchase goods.

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ARTICLE IV

ADDRESS OF PLACE OF BUSINESS

The address of the place of business in Florida for the Limited Liability Company is 11015-A North Dale Mabry Highway, Tampa, Florida 33618. The mailing address is the same.

ARTICLE V

REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Limited Liability Company is Geoffrey Todd Hodges, Esquire, 400 North Tampa Street, Suite 2630, Tampa, Florida 33602.

ARTICLE VI

CLASSES OF MEMBERS

The Limited Liability Company shall have one class and one series of members.

ARTICLE VII

ADDITIONAL MEMBERS

Members may be admitted upon approval of a majority in interest of the members.

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ARTICLE VIII

CONTINUITY OF BUSINESS

Upon 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, the business of the Limited Liability Company shall be continued unless a majority in interest of the remaining members elect otherwise.

ARTICLE IX

MANAGEMENT

The Limited Liability Company is to be managed by a manager. The name and address of the initial manager who will serve as such until his successor is elected and qualifies are as follows:

Kim M. Schwencke
11015-A North Dale Mabry Highway
Tampa, Florida 33618

ARTICLE X

REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations shall be vested in the Members.

* * * * *

Executed at Tampa, Florida, on the 4th day of August, 1999.

INITIAL MEMBER:



GEOFFREY TODD HODGES

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of BuzzBoys, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 608.415 and is registered agent as designated by the Articles of Organization of BuzzBoys, LLC

Executed this 4th day of August, 1999.


GEOFFREY TODD HODGES

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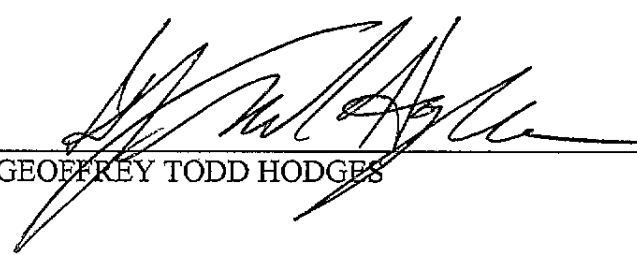
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally appeared GEOFFREY TODD HODGES, who, being first duly sworn and under penalty of perjury, says:

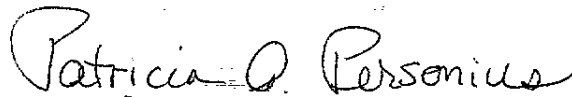
- i. That he is the initial member of BuzzBoys, LLC, a Florida limited liability company.
- ii. That the total amount of cash contributed by the member(s) is \$0.00. The value of property other than cash contributed is -0-.
- iii. The total amount of cash and property anticipated to be contributed by members(s) is \$500,000.00.

FURTHER AFFIANT SAYETH NAUGHT.



GEOFFREY TODD HODGES

Sworn to and subscribed before me this 4th day of August, 1999, by GEOFFREY TODD HODGES, who is personally known to me.



Name: Patricia A. Personius (print)

NOTARY PUBLIC

Commission No.: _____

Commission Expiration Date: _____



Patricia A Personius
My Commission CC803184
Expires November 21, 2000