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**L99 0000006096**  
U.S. EXPRESS MAIL

Secretary of State  
Division of Corporations  
Limited Liability Company Section  
409 East Gaines Street  
Tallahassee, Florida 32314

600002980416--2  
-09/08/99-01032--005  
\*\*\*\*285.00 \*\*\*\*285.00

Re: 4YourSoul.com, LLC (the "Company")

Ladies and Gentlemen:

Enclosed please find two original sets of the Company's Certificate of Organization along with a check in the amount of \$285.00 representing the filing fee.

If you have any questions, please call us.

Sincerely,



Louis R. Montello

Enclosures

~~W99 21340~~

~~00789/0127/00671~~

FILED  
99 SEP 27 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JB  
4-28-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 20, 1999

LOUIS R. MONTELLO  
MONTELLO & KENNEY, P.A.  
777 BRICKELL AVE., STE. 1070  
MIAMI, FL 33131

SUBJECT: 4YOURSOU.COM, LLC  
Ref. Number: W99000021340

We have received your document for 4YOURSOU.COM, LLC and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 099A00045628

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF ORGANIZATION  
OF  
4YOURSOU.COM LLC**

**ARTICLE I**

**Name**

The name of the limited liability company is 4YourSoul.com LLC (hereinafter called the "Company").

**ARTICLE II**

**Duration**

The existence of the Company shall be perpetual.

**ARTICLE III**

**Principal Office**

The mailing address and the street address of the principal office of the Company is 777 Brickell Avenue, Suite 1070, Miami, Florida 33131.

**ARTICLE IV**

**Initial Registered Office and Registered Agent**

The street address of the Company's initial registered office in the State of Florida is 777 Brickell Avenue, Suite 1070, City of Miami, County of Miami-Dade, and the name of its initial registered agent at such office is Louis R. Montello.

**ARTICLE V**

**Restrictions on Membership and  
Right to Continue After Withdrawal of a Member**

Members shall have the right to admit new members by the consent of the members owning a majority of the interests in the Company. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with the consent of the members owning a majority of the interests in the Company. Upon the occurrence of any event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business upon consent of the members owning a majority of the interests in the Company.

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TALLAHASSEE, FLORIDA

**ARTICLE VI**

**Management**

The Company is to be managed by managers, who shall serve as managers until the first annual meeting of members or until their successors are elected and qualified. The Company initial manager and his address is:

Doron Friedman  
777 Brickell Avenue, Suite 1070  
Miami, Florida 33131

**ARTICLE VII**

**Indemnification**

The Company shall indemnify and shall advance expenses on behalf of its members and managers to the fullest extent not prohibited by any law in existence either now or hereafter.

The undersigned, being one of the original members of the Company, hereby certifies that the foregoing constitutes the Certificate of Organization of 4YourSoul.com LLC

Executed by the undersigned at Miami, Florida, this 3rd day of September, 1999.

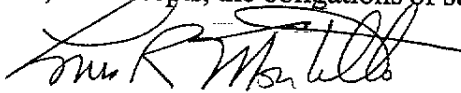
4YOURSOU.COM, LLC



Louis R. Montello

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, having been named the Registered Agent of 4YourSoul.com, LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position.



Louis R. Montello,  
Registered Agent

September 3, 1999

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99 SEP 27 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
FOR  
4YOURSOU.COM LLC**

The undersigned member of 4YourSoul.com, a Florida limited liability company (the "Company"), certifies:

1. The Company has at least one member.
2. The total amount of cash contributed by the member is \$100.00.
3. No property other than cash has been contributed by the Company's member to date.
4. The total amount of cash anticipated to be contributed by the Company's member is \$100.00.
5. The execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

September 3, 1999



Louis R. Montello  
Member

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TALLAHASSEE, FLORIDA