

L99000006165



ACCOUNT NO. : 072100000032

REFERENCE : 358288 7192238

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 285.00

ORDER DATE : August 30, 1999

ORDER TIME : 10:35 AM

000002987130--8

ORDER NO. : 358288-005

CUSTOMER NO: 7192238

CUSTOMER: Mr. Lacey D. Green
MR. LACEY D. GREEN
MR. LACEY D. GREEN
3220 Bermuda Isle Circle
Apartment 1122
Naples, FL 34109

W99-71232

0000 02250 - 02688 - 00671

DOMESTIC FILING

NAME: DIGITAL ENERGY INTERACTIVE LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

Name	MJH
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
P. Verifier	

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
99 SEP 14 PM 2:24

FILED
99 SEP 14 AM 11:34
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 15, 1999

CSC
ATTN: ANGIE GLISAR

SUBJECT: DIGITAL ENERGY INTERACTIVE LLC
Ref. Number: W99000021232

We have received your document for DIGITAL ENERGY INTERACTIVE LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 999A00045433

RESUBMIT
Please give original
submission date as file date

RECEIVED
59 SEP 29 AM 9:01
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

DIGITAL ENERGY INTERACTIVE LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 3220 Bermuda Isle Circle, #1122, Naples, Florida 34109.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PERPETUAL

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Member: Lacey D. Green	3320 Bermuda Isle Circle, #1122 Naples, Florida 34109
Bonita C. Green	3220 Bermuda Isle Circle, #1122 Naples, Florida 34109

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 14 AM 11:34

The undersigned authorized representative of a member of
DIGITAL ENERGY INTERACTIVE LLC hereby executes these articles of
organization on this 14th Day of September, 1999.

CORPORATION SERVICE COMPANY

Laura R. Dunlap
BY: Laura R. Dunlap, as its agent
authorized representative of
DIGITAL ENERGY INTERACTIVE LLC

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation
authorized to transact business in this State, having a
business office identical with the registered office of the
Limited Liability Company named above, and having been
designated as the registered agent in the above and
foregoing articles, is familiar with and accepts the obligations
of the position of registered agent under Section 608.415 or
608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
It's Agent, Laura R. Dunlap

Dated:

KSC/agl

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of DIGITAL ENERGY INTERACTIVE LLC (the "LLC"), a Florida

limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this
6th day of September, 1999.

Beverly Corrie
WITNESS

Beverly Corrie
TYPED OR PRINTED NAME

Donna Benchoff
WITNESS

DONNA BENCHOFF
TYPED OR PRINTED NAME

Lacey D. Green
SIGNATURE

LACEY D. GREEN
TYPED OR PRINTED NAME

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of DIGITAL ENERGY INTERACTIVE 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 member(s) is 3,000:
- 3) if any, the agreed value of property other than cash contributed by member(s) is 10,000:
- 4) the amount of cash or property anticipated to be contributed by member(s) is 5,000:
- 5) the total amount of 2, 3, and 4 is: 18,000.

Laura R. Dunlap
Laura R. Dunlap, as agent for Corporation
Service Company in its capacity as authorized
representative of a member of
DIGITAL ENERGY INTERACTIVE LLC

Addendum to Affidavit of Membership and Contributions for Digital Energy Interactive, LLC

The following is the agreed upon value and a written description supporting items 3 and 4 of the original affidavit.

3) The agreed upon value of property other than cash contributed by member(s) is \$10,000. This property consists of the following items that total up to \$10,000:

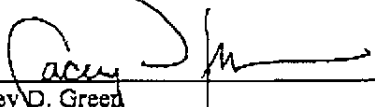
- 1 Digital Video Camera
- 1 SVHS Video Camera
- 1 Digital Scanner
- 2 Video Camera Tripods
- 1 Macintosh Personal Computer System
- 1 Custom-built Windows NT Personal Computer System and Digital Video Editing Suite
- 2 Removable Cartridge Hard Drives

The following computer software:


- Netobjects Fusion
- Macromedia Fireworks
- Adobe Premier
- Boris Effects
- Microsoft Office
- Media Cleaner Pro
- Sonic Forge
- QuickBooks

4) The amount of cash (not property) anticipated to be contributed by member(s) is \$5,000.

Managing Members

 9-29-99

Lacey D. Green Date

 9-29-99

Bonita C. Green Date