

L 99 000000 7430

ALLEY, MAASS, ROGERS & LINDSAY, P.A.

RAYMOND C. ALLEY (1893-1975)
HAROLD G. MAASS (OF COUNSEL)
DOYLE ROGERS
ALAN LINDSAY
EDWARD D. LEWIS
NEAL W. KNIGHT, JR.
DAVID H. BAKER
WILLIAM W. ATTERBURY III
LOUIS L. HAMBY III
ROBB R. MAASS
M. TIMOTHY HANLON
WARREN D. HAYES, SR.
GENE D. LIPSCHER
STUART J. HAFT

321 ROYAL POINCIANA PLAZA, SOUTH
POST OFFICE BOX 431
PALM BEACH, FLORIDA 33480-0431
(561) 659-1770
FACSIMILE (561) 833-2261
FROM BROWARD (954) 421-540

FORT LAUDERDALE OFFICE
1600 S.E. 17TH STREET CAUSEWAY
SUITE 404
FORT LAUDERDALE, FLORIDA 33316
(954) 767-0215
FACSIMILE (954) 761-7644

November 1, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

900003033499--0
-11/03/99--01030--003
****125.00 ****125.00

Re: webdivision.com, L.L.C.

Dear Sirs:

Enclosed please find the original and a copy of the Articles of Organization for the above-referenced limited liability company, along with a check for \$125.00 to cover the filing fee and registered agent fee. Please file the original and return a stamped copy to me at your earliest convenience.

Sincerely,

ALLEY, MAASS, ROGERS
& LINDSAY, P.A.

BY: Louis L. Hamby III
LOUIS L. HAMBY III

LLH III/cr
Enc.
cc: Richard Giarratana

FILED
99 NOV -3 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtu
11/4

**ARTICLES OF ORGANIZATION
FOR
webdivision.com, L.L.C.**

The undersigned being an authorized representative of a member of the limited liability company referred to herein, executes and files these Articles of Organization and states as follows:

ARTICLE I - NAME

The name of the limited liability company is webdivision.com, L.L.C.

ARTICLE II - PRINCIPAL OFFICE

The street address and mailing address of the principal office of the limited liability company is 1601 Belvedere Road, Suite 207 South, West Palm Beach, FL 33406, attn: Richard Giarratana.

ARTICLE III - INITIAL REGISTERED AGENT

The name of the initial registered agent of the limited liability company is LOU HAMBLY III, ESQ. and his street address is c/o Alley, Maass, Rogers & Lindsay, 321 Royal Poinciana Plaza South, Palm Beach, Florida 33480.

ARTICLE IV - MANAGEMENT

The limited liability company shall be a manager-managed company and shall be managed solely by Richard Giarratana, a member, whose address is as follows:

Richard Giarratana
1601 Belvedere Road, Suite 207 South
W. Palm Beach, FL 33406

The initial operating agreement for the limited liability company shall be adopted by Richard Giarratana, as the initial manager. Amendments to such operating agreement or the adoption of a new operating agreement may be accomplished only upon the affirmative vote of all members of the limited liability company.

ARTICLE V - EFFECTIVE DATE/COMMENCEMENT OF EXISTENCE

These Articles shall be effective and the limited liability company shall commence its existence as of the date of execution of these Articles.

FILED
99 NOV-3 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREFORE, in compliance with Florida Statutes Section 608.407(3), the undersigned authorized representative of a member of the limited liability company executed these Articles of Organization this 31st day of October, 1999.

Louis L. Hamby III
LOUIS L. HAMBY III, Authorized
Representative of Richard Giarratana, a
member

FILED
99 NOV -3 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE
OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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 webdivision.com, L.L.C.
2. The name and address of the registered agent and office is:

Louis L. Hamby III, Esq.
Alley Maass Rogers & Lindsay
321 Royal Poinciana Plaza, South
Palm Beach, FL 33480

FILED
99 NOV -3 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent 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.

Louis L. Hamby III
LOUIS L. HAMBY III, ESQ.

Date: October 31, 1999.