

L99000007431

635 Euclid Avenue, #111
Miami Beach, FL 33139
(305) 532-5581
August 24, 1999

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

700002985237--6
-09/13/99--01100--008
***285.00 ***285.00

re: Penco Interactive, L.L.C.

Dear Sir/Madam:

Enclosed please find the Articles of Organization and Designation of Registered Agent for the above-referenced limited liability company. A check in the amount of \$285.00 for the filing fee and designation of registered agent is also enclosed.

Sincerely,



John C. Norris, Jr.

enclosures

W99-21343

00789 / 02688 / 00671

FILED
99 SEP 13 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
11-5-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 16, 1999

JOHN C. NORRIS, JR.
635 EUCLID AVENUE #111
MIAMI BEACH, FL 33139

SUBJECT: PENCO INTERACTIVE, L.L.C.
Ref. Number: W99000021343

We have received your document for PENCO INTERACTIVE, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 299A00045631

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF PENCO INTERACTIVE, L.L.C.
A LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is Penco Interactive, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is 635 Euclid Avenue, #111, Miami Beach, Florida 33139.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by its Members as provided in Article 3.3 of the Company's Operating Agreement. The names and addresses of the managing Members are: John C. Norris, L.L.C., 635 Euclid Avenue, #111, Miami Beach, Florida 33139; Pelican Group, L.L.C., 635 Euclid Avenue, #111, Miami Beach, Florida 33139; and Lorena M. Norris, 6375 S.W. 106 Street, Miami, Florida 33156.

ARTICLE V - Admission of Additional Members:

The right, if given, of the Members to admit additional members and the terms and conditions of the admissions shall be at the will of the Members as provided in Article 6 of the Company's Operating Agreement.

ARTICLE VI - Members Rights to Continue Business:

The Company shall continue its 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 of the Company.

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TALLAHASSEE, FLORIDA

~~Original - September 16, 1999~~

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of Penco Interactive, L.L.C. certifies:

- 1) the above named limited liability company has three Members;
- 2) the total amount of cash contributed by the Members is: \$4,000.00
- 3) the agreed value of services other than cash contributed by the Members is: \$4,000.00
- 4) the total amount of cash and services contributed and anticipated to be contributed by the Members is \$24,000.00.

By: John C. Norris, Jr., Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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TALLAHASSEE, FL 32310

ATTACHMENT--MEMBERS' CONTRIBUTION

The capital of the Company shall be contributed by the Members, partly in cash and partly in services.

Upon the formation of the Company (1999):

Pelican Investment Group, L.L.C. \$4,000 in cash.

John C. Norris, L.L.C. Internet consulting services provided to the Company for the creation and implementation of the Company's e-commerce business valued at \$4,000.00.

Subsequently:

Pelican Investment Group, L.L.C. in the year 2000, \$4,000 in cash.

John C. Norris, L.L.C. in the year 2000, Internet consulting services provided to the Company for the continued implementation of the Company's e-commerce business valued at \$4,000.

Lorena M. Norris in the years 1999 and 2000, legal services rendered to the Company during 1999 in connection with the Company's organization and additional services to be rendered no later than December 31, 2000, in connection with the Company's Internet business valued at \$8,000.

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CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOILLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT FOR SERVICE OF PROCESS IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Penco Interactive, L.L.C.

2. The name and the Florida street address of the registered agent is:

Timothy J. Norris
6375 S.W. 106 Street
Miami, Florida 33256

Having been named as registered agent and to accept service of process 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.

By: _____


Timothy J. Norris

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