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A Partnership of
Professional Corporations

CUMMINGS & LOCKWOOD

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November 18, 1999

Joel H. Schechter
Also Admitted in Connecticut
941-649-3128, Fax 941-263-6120
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VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

300003049889--4
-11/19/99--01073--014
****155.00 ****155.00

Re: AXIS INTERNET GROUP LLC

MJH

Ladies/Gentlemen:

Enclosed are the following documents for your handling in connection with the above-referenced limited liability company:

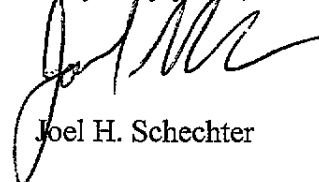
1. Articles of Organization for Limited Liability Company (which includes a Designation of Registered Office/Agent);
2. Check #848 in the amount of \$155.00 payable to the Florida Department of State for the following fees:

Filing Fee	\$100.00
Registered Agent Designation	\$ 25.00
Certified Copies	<u>\$ 30.00</u>
Total Due	\$155.00

Kindly file these documents as soon as possible. Upon filing, please provide me with a certified copy of such documents by regular mail.

If you have any questions or require any additional information, please contact me. Thank you in advance for your assistance in this matter.

Very truly yours,


Joel H. Schechter

JHS:ml
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 19 PM 3:59

ARTICLES OF ORGANIZATION
OF
AXIS INTERNET GROUP LLC

ARTICLE I

Name

The name of this Limited Liability Company is **AXIS INTERNET GROUP LLC** (the "Company").

ARTICLE II

Duration

The period of duration for the Company is perpetual.

ARTICLE III

Address

The mailing address and street address of the principal office of the Company is:

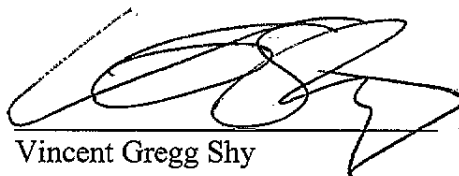
c/o Vincent Gregg Shy
847 Tanbark, #104
Naples, Florida 34108

ARTICLE IV

Registered Office and Agent

The initial registered office of this Company shall be c/o Vincent Gregg Shy, 847 Tanbark, #104, Naples, Florida 34108, and its initial registered agent at such office shall be Vincent Gregg Shy.

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 as provided for in Chapter 608, F.S.



Vincent Gregg Shy
Registered Agent

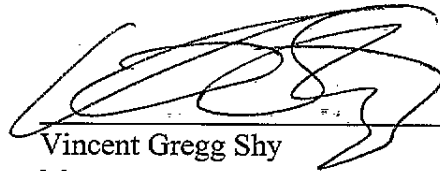
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE V
Management

The Company is to be managed by one or more managers and the name and address of the manager who shall serve as manager until the first annual meeting or until his successor is chosen is:

Vincent Gregg Shy
847 Tanbark, #104
Naples, Florida 34108

Dated this 18th day of November, 1999.



Vincent Gregg Shy
Manager

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

.NplLib1:408142.1 11/08/99