

L990000008236



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 497389 5021572

AUTHORIZATION :

Patricia Pappas

COST LIMIT : \$ 125

ORDER DATE : November 30, 1999

ORDER TIME : 11:12 AM

ORDER NO. : 497389-005

700003056707--0

CUSTOMER NO: 5021572

CUSTOMER: Ms. Jane Walker
GROCOCK & ABRAMSON
GROCOCK & ABRAMSON
Suite 200
126 East Jefferson Street
Orlando, FL 32801

DOMESTIC FILING

NAME: FLAMINGO INTERNET VENTURES,
L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Carrie Vaught

EXAMINER'S INITIALS:

FILED
99 NOV 30 PM 11:18
TALLAHASSEE, FLORIDA
11/30

RECEIVED
99 NOV 30 PM 12:12
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
FLAMINGO INTERNET VENTURES, L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the "Florida Limited Liability Company Act," do hereby adopt the following Articles of Organization for such company:

Article 1. Name. The name of this Company shall be FLAMINGO INTERNET VENTURES, L.C.

Article 2. Duration. The period of this Company's duration shall be perpetual, unless terminated earlier by the unanimous written agreement of all Members.

Article 3. Principal Address. The initial mailing and street address in this state of the principal office of this corporation is 126 E. Jefferson Street, Orlando, FL 32801.

Article 4. Registered Agent and Office. The name and address of the initial Registered Agent and the address of the principal and registered office for this Company are as follows:

J. Bennett Grocock
126 E. Jefferson Street
Orlando, FL 32801

Article 5. Contributions to Capital. The total amount of cash or property contributed to the Company by its Members shall be One Thousand Dollars (\$1,000).

Article 6. Admission of Additional Members and Terms and Conditions of such Admissions. Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of this Company.

Article 7. Management of Company. The business of the Company shall be managed by an Operating Manager and such other managers as may be elected by the Members. The Members shall have voting rights as set forth in the Operating Agreement.

The names and addresses of the initial Members are as follows:

<u>Name</u>	<u>Address</u>
J. Bennett Grocock	126 E. Jefferson Street Orlando, FL 32801
Daniel Stauber	777 Arthur Godfrey Road 2nd Floor Miami Beach, FL 33134


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Article 8. Amendment. The power to adopt, alter, amend or repeal these Articles and the Operating Agreement of this Company shall be vested in the Members of the Company.

Article 9. Commencement of Existence. The existence of this Company shall commence on the date these Articles are filed with the Department of State.

Article 10. Continuation of Business. The remaining Members of the Company shall have the right to continue the 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.

IN WITNESS WHEREOF, the undersigned Member of the Company has hereunto set his hand and seal to these Articles of Organization this 29 day of November, 1999.



J. Bennett Grocock

forms/lc/flamingo arts

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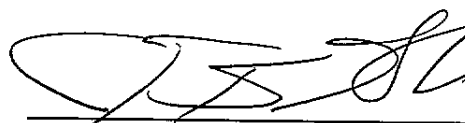
**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to Sections 48.091, 608.4062, and 608.415, Florida Statutes, the following is submitted:

That FLAMINGO INTERNET VENTURES, L.C., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in the Articles of Organization, at 126 E. Jefferson Street, Orlando, FL 32801, County of Orange, State of Florida, has named J. Bennett Grocock, 126 E. Jefferson Street, Orlando, FL 32801, County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.



J. Bennett Grocock
Registered Agent

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