



INVESTMENT MANAGEMENT of AMERICA, Inc.

November 15, 1999

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

To Whom It May Concern:

Enclosed please find the following: Article of Organization of BYE BYE NOW.COM VENTUERS 1, LLC; Article of Organization of PUBLIC ACCESS TECHNOLOGIES VENTURESS 1, LLC; and check number 404 in the amount of \$320.00. This check is for \$100.00 Filing Fee for Articles of Organization (2); \$25.00 Designation of Registered Agent (2); \$30.00 Certified Copy (2); and \$5.00 Certificate of Status (2).

Sincerely,

Larry Rightmyer
VP / Operations

Enclosures

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TALLAHASSEE, FLORIDA

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Articles of Organization of
PUBLIC ACCESS TECHNOLOGIES VENTURES 1, LLC

ARTICLE I

Name

The name of the limited liability company ("Company") is Public Access Technologies Ventures 1, LLC.

ARTICLE II

Address

The mailing and street address of the Company's principal office is 101 Philippe Parkway, Suite 300, Safety Harbor, Florida 34695.

ARTICLE III

Duration

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of Company's initial registered agent in Florida is Gerald Parker. The address of Company's registered office in Florida is 101 Philippe Parkway, Suite 300, Safety Harbor, Florida 34695.

ARTICLE V

Management

The Company is to be managed by a manager. The initial manager will serve until the first annual meeting of the members. The initial manager is identified as follows: J. Neal Hutchinson, Jr., Esq., 1570 Madruga Avenue, Suite 211, Coral Gables, Florida 33146.

ARTICLE VI

Admission of New Members

New members may be admitted to the Company. Additional members may be admitted only by their purchase of shares of Company.

ARTICLE VII

Continuation of Business

The remaining members of the Company have the right to continue the business

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on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company.

ARTICLE VIII

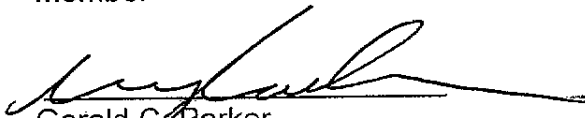
Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the managers listed in Article VII.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 15 day of November 1999 at Safety Harbor, Florida.

Dated: This 15 day of November 1999.

Member



Gerald C. Parker
101 Philippe Parkway, Suite 300
Safety Harbor, Florida 34695

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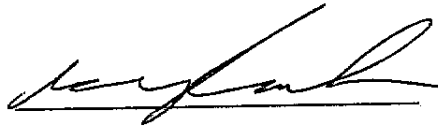
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

- (1) The name of the limited liability company is of LIQUIDGOLF VENTURE PARTNERS I, LLC , a Delaware limited liability company (Company).
- (2) The name of Company's initial registered agent in Florida is Gerald C. Parker, 101 Philippe Parkway, Suite 300, Safety Harbor, Florida 34695. The address of the Company's registered office in Florida is 101 Philippe Parkway, Suite 300, Safety Harbor, Florida 34695.

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: This 15 day of October, 1999.



Gerald C. Parker

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