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REFERENCE : 747882 9081A
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 155.00

ORDER DATE : June 28, 2000
ORDER TIME : 1:33 PM
ORDER NO. : 747882-005
CUSTOMER NO: 9081A

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CUSTOMER: Laura Mcclean, Legal Asst
Maclean & Ema
2600 Ne 14th Street Causeway
Pompano Beach, FL 33062

DOMESTIC FILING

NAME: SEYMOUR POWERS CORPORATION,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135
EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
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**ARTICLES OF ORGANIZATION OF
SEYMOUR POWERS CORPORATION, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

THE UNDERSIGNED, SEYMOUR R. POWERS, pursuant to Florida Statutes 608.407 does hereby execute these Articles of Organization of SEYMOUR POWERS CORPORATION, L.L.C. ("the Limited Liability Company") for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act and does hereby state and set forth:

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1. The name of the Limited Liability Company is SEYMOUR POWERS CORPORATION, L.L.C.
2. The period of duration of SEYMOUR POWERS CORPORATION, L.L.C. shall be perpetual.
3. The mailing address and street address of the principal office of the Limited Liability Company is C/O MacLean and Ema, 2600 NE 14th Street Causeway, Pompano Beach, Florida 33062.
4. The name of the initial registered agent in Florida for the Limited Liability Company is LAURA G. MACLEAN, and her street address is C/O MACLEAN AND EMA, 2600 N.E. 14TH STREET CAUSEWAY, POMPANO BEACH, FLORIDA 33062. The acceptance of LAURA G. MACLEAN as registered agent appears after the execution of these Articles of Organization below.
5. No members shall be allowed to admit additional members except by a unanimous vote of the voting members of the Limited Liability Company, or upon such greater vote as may be prescribed by the Limited Liability Company regulations.
6. The Limited Liability Company shall not dissolve and the remaining members of the Limited Liability Company shall continue its business upon 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 in the Limited Liability Company.
7. The management of the Limited Liability Company is reserved to its managing members. The names and addresses of the voting members who chose its managing members of the Limited Liability Company are:
 - a. SEYMOUR R. POWERS, Trustee of the Seymour R. Powers Revocable Trust Agreement dated 8/14/89, 4869 Tallowood Lane, Boca Raton, FL 33487, managing member and voting member.


- b. ALICE M. POWERS, Trustee of the Alice M. Powers Revocable Trust Agreement dated 4/27/94, 4869 Tallowood Lane, Boca Raton, FL 33487, managing member and voting member.
- c. MELVIN J. POWERS, Commerce Park, Finance Drive, Danbury, CT 06810, voting member.
- d. GARRY KEPNISS, 20219 Ocean Key Drive, Boca Raton, voting member.
- e. JOSEPH A. FIORITA, JR., CPA, C/O Fiorita, Kornhass, Va. Horten, P.C., 146 Deer Hill Avenue, Danbury, CT 06810, voting member.

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- 8. All other matters regarding the relative rights of the voting and non-voting members of the Limited Liability Company, and the operations of the Limited Liability Company shall be determined by the Limited Liability Company regulations. The power to adopt, alter, amend, or repeal the regulations of the Limited Liability Company shall be vested in the voting members of the Limited Liability Company.
- 9. Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

EXECUTED this 15 day of June, 2000 by SEYMOUR R. POWERS, Trustee of the Seymour R. Powers Revocable Trust Agreement dated 8/14/89, as a managing and voting member and by, ALICE M. POWERS, Trustee of the Alice M. Powers Revocable Trust Agreement dated 4/27/94, as a managing and voting member.


 SEYMOUR R. POWERS, Trustee of the Seymour R. Powers Revocable Trust Agreement dated 8/14/89, Managing and Voting Member


 ALICE M. POWERS, Trustee of the Alice M. Powers Revocable Trust Agreement dated 4/27/94, Managing and Voting Member

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNED, LAURA G. MACLEAN, does hereby accept her appointment as registered agent of SEYMOUR POWERS CORPORATION, L.L.C., a Florida Limited Liability Company, and does hereby acknowledge that she is familiar with and accepts the obligations of that position and will discharge her duties in accordance with statute.

EXECUTED this 27 day of June, 2000.


LAURA G. MACLEAN, Registered Agent

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