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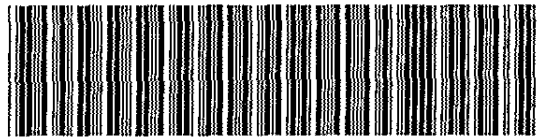
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CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN AUG - 5 2003

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Attorneys & Counselors at Law

Joel E. Boyd
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Please Reply To:

Suntree/Viera

July 22, 2003

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

FILED
2003 JUL 28 PM 3:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: Articles of Organization of Xuthus Consulting, L.L.C.

Dear Sir/Madam:

Enclosed are an original and one copy of the Articles of Organization of Xuthus Consulting, L.L.C., together with a check for \$155.00 to cover the \$100.00 filing fee, \$25.00 fee for designation of registered agent and \$30.00 certified copy fee.

Once the Articles of Organization have been filed, please forward the certified copy of same to me to the address above indicated.

Very truly yours,



JOEL E. BOYD

JEB/lc
Enclosures

cc: Mr. Roger Shepherd (w/encl.)

ARTICLES OF ORGANIZATION

OF

XUTHUS CONSULTING, L.L.C.

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2003 JUL 28 PM 3:51
J. J. HARRIS INCORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, acting as the organizer of this Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company:

ARTICLE I - NAME

The name of the limited liability company shall be XUTHUS CONSULTING, L.L.C. (the "Company").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is: 1078 Alexia Street, Melbourne, Florida 32935-3173.

ARTICLE III - DURATION

The term of existence of the Company shall commence with the filing of the Articles of Organization with the Secretary of State of the State of Florida, and shall continue perpetually, unless sooner dissolved pursuant to the Articles of Organization or Regulations of the Company, or by operation of law.

ARTICLE IV - MEMBERS

The name and address of the member of the Company is as follows:

<u>Name</u>	<u>Address</u>
ROGER SHEPHERD	1078 Alexia Street, Melbourne, FL 32935-3173

ARTICLE V - MANAGEMENT

The management of the Company shall be reserved to the manager, the name and address of whom is as follows:

<u>Name</u>	<u>Address</u>
ROGER SHEPHERD	1078 Alexia Street, Melbourne, FL 32935-3173

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

New Members shall be admitted only with the unanimous consent of, and upon terms unanimously approved by, all of the Members.

ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued on approval of all of the remaining Members (other than the terminated Member and such member's successors-in-interest).

ARTICLE VIII - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Company in the State of Florida shall be 6767 N. Wickham Road, Suite 306, Melbourne, Florida 32940. The name of the registered agent of the Company at that address is JOEL E. BOYD.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization this 21st day of July, 2003.

Roger Shepherd
ROGER SHEPHERD

Sworn to and subscribed before me this 21st day of July, 2003, by ROGER SHEPHERD, a Member of XUTHUS CONSULTING, L.L.C., a Florida limited liability company. Said person (check one) is personally known to me, produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or produced other identification, to wit: _____



Lora A. Crumbly
Print Name: _____
Notary Public, State of Florida
Commission No.: _____
My Commission Expires: _____

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ALLAHABAD, FLORIDA

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.



JOEL E. BOYD

Dated: July 21, 2003

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JULIENNE CORPORATION
TALLAHASSEE, FLORIDA