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February 24, 2003

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

Florida Department of State Registration Section PO Box 6327 Tallahassee, FL 32314

Dear Sir or Madam:

Please find enclosed an application to authorize Viseon Partners LLC, a foreign LLC, to transact business in Florida. Also enclosed are a certificate of good standing issued by the State of Delaware, a certificate of designation of a registered agent and a check in the amount of \$155.00 to cover the filing fees along with a certified copy.

Please do not hesitate to contact me if you should have any questions or need additional information, (321) 956-2000 ext. 203.

Sincerely,

Yvonne Williams

Partner

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR ACTION TO TRANSACT BUSINESS IN FLORIDA

	SECRETARY OF STATE		
IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUS LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN TH	TES, THE FOLLOWING IS SUBMITTED TO RESERVER A PORTEGN HE STATE OF FLORIDA:		
1. VISEON PARTNERS LLC			
(Name of foreign limited liability company)			
2 DELAWARE	3. 03-0505334		
(Jurisdiction under the law of which foreign limited liability company is organized)	(FEI number, if applicable)		
4. JANUARY 31, 2003	5. 2028		
(Date of Organization)	(Duration: Year limited liability company will cease to exist or "perpetual")		
EEDDIADV 1 2002			
6. FEBRUARY 1, 2003 (Date first transacted business in Florida. (Se	e sections 608.501, 608.502, and 817.155, F.S.)		
1901 S HARBOR CITY BLVD, SUITE 505			
7. 1901 3 HARBOR CITT BEVD, 30HE 300	- -		
MELBOURNE, FL 32901			
(Street addres	s of principal office)		
8. If limited liability company is a manager-managed	d company, check here		
9. The name and usual business addresses of the man	naging members or managers are as follows:		
YVONNE WILLIAMS - 1901 S HARBOR CI	TY BLVD, STE 505, MELBOURNE, FL 32901		
TVOTALE VILLED AND TOOL OF INTEREST OF			
BILL PARIZEK - 6300 WISMER CIRCLE, D	OUBLIN, OH 43016		
ROLF RUEGG - 224 CLARENDON ST, BO	STON, MA 02116		
	O days old, duly authenticated by the official having custody of records in otocopy is not acceptable. If the certificate is in a foreign language, a be submitted.)		
11. Nature of business or purposes to be conducted of	or promoted in Florida: MARKET/PROMOTE		
THE SERVICES OF ITS MEMBERS UNDER	R ONE COMMON BRAND AND NAME		
(In accordance with section 608.408(3),	uthorized representative of a member. F.S., the execution of this document constitutes rjury that the facts stated herein are true.)		

Typed or printed name of signee

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SECRETARY OF STATE

TALLAHASSEE, FLORIDA

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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:	
VISEON PARTNERS LLC	
2. The name and the Florida street address of the registered agent and office are:	
VISEON PARTNERS, INC.	
(Name)	
1901 S HARBOR CITY BLVD, SUITE 505	
Florida street address (P.O. Box NQT ACCEPTABLE)	
MELBOURNE FL 32901 (City/State/Zip)	

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.

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

Delaware

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03 FEB 27 AM 10: 40 SEURETARY OF STATE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VISEON PARTNERS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF FEBRUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VISEON PARTNERS LLC" WAS FORMED ON THE THIRTY-FIRST DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



3620677 8300

Warriet Smith Windson, Secretary of State

AUTHENTICATION: 2261596

030101124 DATE: 02-14-03