

Florida Department of State
Division of Corporations
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To:

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Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

PROFESSIONAL REPROCESSING SERVICES, L.L.C.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF ORGANIZATION
OF

PROFESSIONAL REPROCESSING SERVICES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be:

PROFESSIONAL REPROCESSING SERVICES, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be:

100 2nd Avenue South, Suite 200
St. Petersburg, FL 33701

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than January 1, 2007 unless the Company is earlier dissolved as provided in these Articles of Organization.

Prepared by:
Joseph C. Skalski
14010 Roosevelt Blvd., Ste. 708
Clearwater, FL 33762
(727) 536-5001
Florida Bar No. 0902085

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ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is:

Joseph C. Skalski
14010 Roosevelt Blvd., Ste. 708
Clearwater, FL 33762

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ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

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ARTICLE IX - MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the company is:

Gil Bakshi
100 2nd Avenue South
St. Petersburg, FL 33701

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Clearwater, Florida on this 20th day of January, 2000.



Gil Bakshi

STATE OF FLORIDA

COUNTY OF PINELLAS

Before me personally appeared Gil Bakshi, to me well known to be the organizer of the above limited liability company and who subscribed the above Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 20th day of January, 2000.


NOTARY PUBLIC, State of Florida
My Commission Expires:

FRIDA V. WHEELER
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC007493
EXPIRES 10/4/2003
BONDED THROUGH AREA 1-800-NOTARY

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **PROFESSIONAL REPROCESSING SERVICES, L.L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity, and agrees to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and is familiar with and accept the obligations of the position as registered agent.


Joseph C. Skalski, Registered Agent

STATE OF NEW YORK
DIVISION OF CORPORATIONS
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