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LIMITED LIABILITY COMPANY

ETRC CANADA LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
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**ARTICLES OF ORGANIZATION
OF
ETRC CANADA LLC**

ARTICLE I

The name of the limited liability company (hereinafter called the "limited liability company") is **ETRC CANADA LLC.**

ARTICLE II

The address of the principal office and the mailing address of the limited liability company is **836 Ponce de Leon Blvd., Coral Gables, Florida 33314.**

ARTICLE III

The period of duration for the limited liability company shall be perpetual.

ARTICLE IV

The name and the Florida street address of the registered agent and office are: **Equitrac Corporation, 836 Ponce de Leon Blvd., Coral Gables, Florida 33314.**

Having been named as the 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.

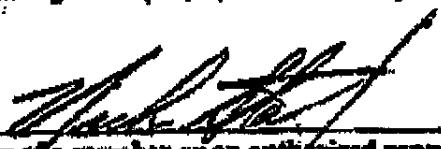


(Registered Agent's Signature)

Date: *March 1*, 2000

ARTICLE V

The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company. (Check box if applicable)



Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Rick Stavelev, Authorized Representative

Typed or printed name of signer

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