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Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES  
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LIMITED LIABILITY COMPANY

ZAP HOLDINGS, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	02
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**ARTICLES OF ORGANIZATION****OF****ZAP HOLDINGS, L.L.C.**

1. Name. The name of this limited liability company is ZAP Holdings, L.L.C. (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing address and street address of the Company's principal office is 877 Executive Center Drive West, Suite 303, St. Petersburg, Florida 33702.

5. Registered Agent and Office. The name of the initial registered agent of the Company is D. Lockwood Gray. The street address of the initial registered agent of the Company is 201 N. Franklin Street, 22<sup>nd</sup> Floor, Tampa, Florida 33602.

6. Management of the Company. The Company shall be managed by a manager or managers in accordance with the Operating Agreement adopted by all of the members and is, therefore, a manager-managed company.

The undersigned executed these Articles of Organization as the authorized representative of the member effective as of the 23<sup>rd</sup> day of March, 2000. In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
D. Lockwood Gray  
Authorized Representative

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### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
D. Lockwood Gray

March 23, 2000

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