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### 3: Graphics & Displays Of Florida, L.C.

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Time

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Trade/Service Mark \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
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UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**Articles of Organization  
for  
3i Graphics & Displays of Florida, L.C.**

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**1. Company Name:** The company name will be 3i Graphics & Displays of Florida, L.C. (hereinafter referred to as The Company) a limited liability company organized under the laws of the state of Florida, Florida Statutes 608.401 et seq. The initial members of The Company (hereinafter known as the Initial Members) will be Dataflow, Inc. a Corporation formed under the laws of New York State (hereinafter known as Dataflow) and Clifford Keller (hereinafter known as Keller), an individual.

**2. Duration of Company:** The duration of The Company will be in perpetuity or until dissolved in accordance with the provisions for dissolution specified below in 14, Dissolution of Company.

**3. Purpose of Company:** The Company is organized to make a profit primarily selling and producing large format color prints and related services (including but not limited to digital imaging, print and web-site design, and image archiving) and products (such as related material and equipment sales, and trade show display booths).

**3.1 Powers Granted to Accomplish Purposes:** The Company shall have the power to hire employees, purchase and/or lease equipment, buy supplies and raw materials, lend or borrow money, enter into contracts, advertise, manufacture and/or otherwise produce goods and services for sale, consult, engage consultants and/or professional advisors, and conduct any sort of lawful activity reasonably necessary or desirable to carry out its business affairs.

**4. Mailing and Street Address of Principal Office:** The Mailing and Street Address of The Company's principal offices are:

3i Graphics & Displays, L.C.  
6313 Corporate Court  
Ft. Myers, FL 33919

**5. Initial Registered Agent:**  
The initial registered agent of The Company will be:

Richard W. Winesett  
2248 First Street  
Ft. Myers, FL 33901

**6. Right of Members to Admit Additional Members:** The Company may admit additional members from time to time upon the unanimous consent of the then members and the execution of a written agreement with

regard thereto among all members, who will be members after the admission.

**7. Right of Remaining Members to Continue Business upon Termination of Membership of Company Member.**

The remaining member(s) shall have the right to continue business as The Company when one or more existing members terminate membership in The Company.

**8. Management of The Company:**

The Company shall be managed by a manager or managers selected by a majority in interest of the members. The initial manager of the Company will be:

Clifford Keller  
5203 Selby Drive  
Ft. Myers, FL 33919.

The term of each manager's service shall be for one calendar year or until sooner terminated by vote of a majority in interest of the members. If at the end of any term no successor has been elected and has qualified, then the manager for the preceding term shall continue to serve as manager with all powers and authority until a successor is elected by a majority in interest of the members and qualifies.

**9. Total Capital Contributions:**

**9.1** Dataflow shall contribute cash and property having a value of \$1,000.00.

**9.2** Keller shall contribute cash and property having a value of \$1,000.00.

**10. Additional Contributions To Be Made By Members.**

Members may from time to time contribute additional capital in the form of cash or property. No such contribution shall alter the voting interest nor the allocation of profits and losses of members unless unanimously agreed upon by the then Members in a written agreement. The amounts and form of such additional contributions must be described in such agreement. Otherwise, the sole right of a Member making additional contributions shall be to recover those contributions upon termination or at such earlier time as may be approved by a majority in interest of the Members.

**11. Loans to the Company By Members.**

Loans, if any, to The Company by Members, shall be executed at reasonable interest rates with signed loan agreements and shall have no effect upon the relative voting rights of Members. Upon termination, such loans shall be repaid before any return of capital to Members.

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ALACHUA COUNTY, FLORIDA

## 12. Decision Making and "Voting Rights"

Keller will assume the initial role of manager of the Company. In this capacity, Keller will be empowered to make decisions and effect action involving the normal, day to day operation of the Company, including discretionary spending (for ordinary operating expenses not to exceed \$5,000), employee assignments, customer relations, and all other matters reasonably expected to occur as part of the normal daily operation of a business.

The manager shall conduct the daily activities, the routine activities, and shall have the power to bind The Company in all dealings with third parties. The manager shall have the power to act on behalf of The Company in every action The Company has the power under law to take. The manager has the power to execute agreements and documents in the name of The Company and to bind The Company thereby. The members may, by majority vote, set policy for The Company and select and discharge the manager. "Voting Rights" shall be in proportion to the capital contributed by each member which said contribution was authorized by written unanimous agreement of the members. Voting by members shall take place only at The Company's Annual Meeting of Members in January of each year, or at any special meeting, including teleconference meetings, which may be called by any Member provided that at least three days prior notice has been provided to all Members.

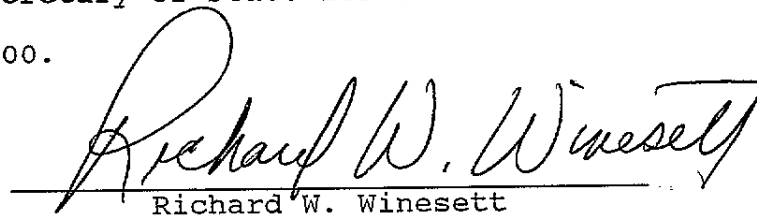
**13. Profits and Losses** Profits and losses shall also be allocated to the members in proportion to their respective shares of authorized contributed capital.

## 14. Dissolution of The Company

The Company may be dissolved by the unanimous consent of The Members or by the method, if any, set forth in the Operating Agreement.

These Articles of Organization are executed by Richard W. Winesett, who is an authorized representative for the company, 3i Graphics & Displays of Florida, L.C. These articles shall be effective upon filing with the Secretary of State for the State of Florida.

Dated March 29, 2000.

  
Richard W. Winesett

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TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of Innovations In Imaging, L.C., is familiar with being a resident agent of a limited liability company and accepts those obligations with regard to Innovations In Imaging, L.C.

Executed this March 29, 2000.

  
Richard W. Winesett

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TALLAHASSEE, FLORIDA

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