

L-000000008348

Atilio Cerqueira
36 W. 6th Street
Atlantic Beach, Florida 32233

(904) 461-1313
(904) 461-1313

July 5, 2000

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: C-QUEST, L.L.C.

Dear Sir or Madam: L-8348

Enclosed is an original and one (1) copy of the Articles of Organization for the above-referenced limited liability company to be formed. Also enclosed is payment of \$155.00 for the filing fees and one certified copy. Please return the certified copy to:

L-8348

Atilio Cerqueira
36 W. 6th Street
Atlantic Beach, FL 32233

200003319002--4
-07/11/00--01012--015
****155.00 ****155.00

Sincerely yours,

Atilio Cerqueira
Atilio Cerqueira

AC:jb
Enclosures

WR 7/17
FILED
00 JUL 10 AM 9:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

4p

ARTICLES OF ORGANIZATION
FOR
C-QUEST, L.L.C.
A Florida Limited Liability Company

ARTICLE I – NAME

The name of the limited liability company is C-Quest, L.L.C. (the “Company”).

ARTICLE II – PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is:

36 W. 6th Street
Atlantic Beach, FL 32233

ARTICLE III – REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent are:

Atilio Cerqueira
36 W. 6th Street
Atlantic Beach, FL 32233

A written statement, as prescribed by Section 608.415(1)(d), Florida Statutes, is attached to these Articles of Organization.

ARTICLE IV – DURATION

The Company’s existence shall commence on the date of filing of these Articles of Organization and shall continue perpetually, unless terminated in accordance with the Company’s Regulations.

FILED
00 JUL 10 AM 9:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V – PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VI – MANAGEMENT

The Company shall be managed by its members and such officers as may be appointed by the members in accordance with the Company's Regulations.

ARTICLE VII – ADDITIONAL MEMBERS

Additional members may be admitted only upon unanimous approval of all existing members of the Company.

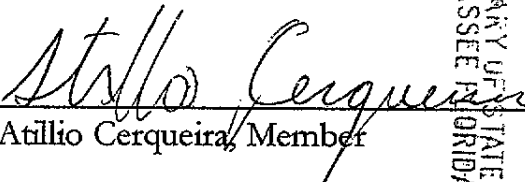
ARTICLE VIII – MEMBERS RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or upon the occurrence of any other event that terminates the continued membership of a member in the Company, the right of the remaining member or members of the Company to continue the business shall be as provided in the Company's Regulations.

ARTICLE IX - REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the members of the Company.

Dated this 5th day of July, 2000.


Atillio Cerqueira, Member

FILED
00 JUL 10 AM 9:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent and Registered Office in the State of Florida:

1. The name of the limited liability company is C-QUEST, L.L.C.
2. The name and address of the registered agent and office are:

Atillio Cerqueira
36 W. 6th Street
Atlantic Beach, FL 32233


Atillio Cerqueira, Member

FILED
00 JUL 10 AM 9:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.

Dated this 5th day of July, 2000.


Atillio Cerqueira, Registered Agent