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OTHER FILINGS		REGISTRATION/QUALIFICATION		
	Annual Report	Foreign		
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ARTICLES OF ORGANIZATION OF BACK BAY TECHNOLOGIES, L.L.C. A FLORIDA LIMITED LIABILITY COMPANY

DIVISION OF CORPORATIONS
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THE UNDERSIGNED, KURT SPINDLE, pursuant to Florida Statutes 608.407 does hereby execute these Articles of Organization of BACK BAY TECHNOLOGIES, L.L.C. ("the Limited Liability Company") for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act and do hereby state and set forth:

- 1. The name of the Limited Liability Company is BACK BAY TECHNOLOGIES, L.L.C.
- 2. The purpose to the Limited Liability Company is to conduct any and all lawful business.
- 3. The period of duration of BACK BAY TECHNOLOGIES, L.L.C. shall be perpetual.
- 4. The mailing address and street address of the principal office of the Limited Liability Company is 8306 Mills Drive, Suite 274, Miami, Florida 33183.
- 5. The name of the initial registered agent in Florida for the Limited Liability Company is KURT SPINDLE and the registered office is located at 8306 Mills Drive, Suite 274, Miami, Florida 33183. The acceptance of KURT SPINDLE as registered agent appears after the execution of these Articles of Organization below.
- 6. No members shall be allowed to admit additional members except by a unanimous vote of the voting members of the Limited Liability Company, or upon such greater vote as may be prescribed by the Limited Liability Company regulations.
- 7. The Limited Liability Company shall not dissolve and the remaining members of the Limited Liability Company shall continue its business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.
- 8. The management of the Limited Liability Company is reserved to its voting

members. The names and address of the voting member of the Limited Liability Company is:

- KURT SPINDLE 8306 Mills Drive, Suite 274, Miami, Florida 33183.
- 9. All other matters regarding the relative rights of the voting and non-voting members of the Limited Liability Company, and the operations of the Limited Liability Company shall be determined by the Limited Liability Company regulations. The power to adopt, alter, amend, or repeal the regulations of the Limited Liability Company shall be vested in the voting members of the Limited Liability Company.
- 10. Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

EXECUTED this ______ day of July, 2000 by KURT SPINDLE as a voting member.

KURY SPINDLE

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNED, KURT SPINDLE, does hereby accept his appointment as registered agent of BACK BAY TECHNOLOGIES, L.L.C. a Florida Limited Liability Company and does hereby acknowledge that he is familiar with and accepts the obligations of that position and will discharge his duties in accordance with statute.

EXECUTED this ______ day of July, 2000.

UKT SPINDLE, Registered Agent

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