

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Division of Corporations

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From:

Account Name : ROGERS, TOWERS, BAILEY, ET AL

Account Number: 076666002273 Phone: (904)398-3911 Fax Number: (904)396-0663 OO NOV -7 PH 3: 22

LIMITED LIABILITY COMPANY

VTEC Holdings, LLC

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TALL AHASSEE FLORIDA

ARTICLES OF ORGANIZATION OF VTEC HOLDINGS, LLC

ARTICLE I - NAME

The name of this Limited Liability Company is VTEC HOLDINGS, LLC (the "Company").

ARTICLE II - ADDRESS

The address of the principal office and the mailing address of the Company is 1301 Riverplace Blvd., Suite 1500, Jacksonville, Florida 32207.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 1301 Riverplace Blvd., Suite 1500, Jacksonville, Florida 32207, and the name of its initial registered agent at such address is Michael A. Wodrich.

ARTICLE IV - MANAGEMENT OF THE COMPANY

The Company will be member-managed.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Organization this _____ day of November, 2000.

Wichael A. Wodrich
Authorized Agent of a Member

VTEC HOLDINGS, LLC

ALLAHASSEE, FLORID.

Authorized Agent of a Member

Authorized Agent of a Member

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415, Florida Statutes, the below named limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

VTEC HOLDINGS, LLC

The name and address of the registered agent and office are:

Michael A. Wodrich 1301 Riverplace Blvd., Suite 1500 Jacksonville, Florida 32207.

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. IFURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AMFAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Michael A Wodrich

Date: 11-6-00