

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L00000015581

Predator Products, LLC

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****155.00 ****155.00

L00-15581
OK

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

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SECRETARY OF STATE
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
____ Driving Record
____ UCC 1 or 3 File
____ UCC 11 Search
____ UCC 11 Retrieval
____ Courier

5415 E. VIRGINIA STREET
TALLAHASSEE, FL 32301
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STATE OF FLORIDA
CLERK OF THE COURT

ARTICLES OF ORGANIZATION
OF
PREDATOR PRODUCTS, L.L.C.

The undersigned is a natural person competent to contract and hereby forms a Limited Liability Company under the Florida Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this Limited Liability Company is PREDATOR PRODUCTS, L.L.C. and its principal office is located at and its mailing address is 5055-5 St. Augustine Road, Jacksonville, Florida 32207.

ARTICLE II. DURATION

This Limited Liability Company shall exist for a period of twenty five years beginning on the date of execution of these articles of organization.

ARTICLE III. PURPOSE

This Limited Liability Company is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. POWERS

This Limited Liability Company shall have all and singular the following powers:

To invest the funds of the Limited Liability Company in debt instruments and to own personal property necessary for the rendering of the Limited Liability Company's business.

To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm, corporation, or Limited Liability Company, and to carry on any business which this Limited Liability Company has the direct or incidental authority to pursue.

To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this Limited Liability Company enumerated in these Articles of Organization, or any amendment to it, necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Limited Liability Company.

To have, in furtherance of the organization's purpose, all of the powers conferred upon Limited Liability Companies organized under the Florida Limited Liability Company Act subject to any limitations

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contained in these articles of organization.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed under the direction of one Manager and shall be a Manager-managed company. The Manager shall be the chief executive officer of the Limited Liability Company, shall have general and active management of the business and affairs of the Limited Liability Company and shall have the power to sell all, or substantially all, of the assets of the Limited Liability Company, and shall preside at all meetings of the members. All powers of this Limited Liability Company shall be exercised only by or under the authority of such Manager, except as otherwise provided by law, these Articles of Organization, the Regulations or Operating Agreement of this Limited Liability Company. The name and address of the Manager is:

Read McCarty
44 Rockwood Road
Hingham, MA 02043

ARTICLE VI. INDEMNIFICATION OF MANAGER

The Limited Liability Company shall indemnify and hold harmless the Manager from and against any and all claims and demands whatsoever unless a judgment or other final adjudication establishes that the actions, or omissions to act, of the Manager were material to the cause of action so adjudicated and constitute any of the following:

- a. A violation of criminal law, unless the Manager had no reasonable cause to believe such conduct was unlawful,
- b. A transaction for which the Manager derived an improper personal benefit,
- c. A transaction which constitutes an unlawful distribution under the provisions of s. 608.426,
- d. Wilful misconduct or a conscious disregard for the best interests of the Limited Liability Company in a proceeding by or in the right of the Limited Liability Company to procure a judgment in its favor or in a proceeding by or in the right of a member.

ARTICLE VII. VOTING RIGHTS OF MEMBERS

The members shall have no voting rights except as provided in s. 608.4231 as to amendment of the Articles of Organization and dissolution or merger of the Limited Liability Company.

ARTICLE VIII. ASSIGNMENT OF A MEMBER'S INTEREST

A member's interest shall not be assignable except as provided in the operating agreement.

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ARTICLE IX. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Limited Liability Company is 3805 University Blvd. W., Jacksonville, FL 32217 and the name of the initial registered agent of this Limited Liability Company at that address is Robert Wallace.

ARTICLE X. AMENDMENT

These Articles of Organization may be amended in the manner provided by law.

IN WITNESS WHEREOF the undersigned member has executed these Articles of Organization on December 12/14, 2000.


Reid McCarty

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED
OFFICE IN THE STATE OF FLORIDA

1. The name of the Limited Liability Company is PREDATOR PRODUCTS,
L.L.C.

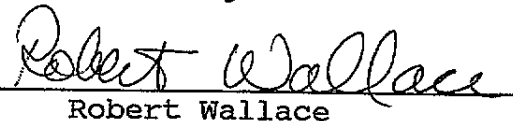
2. The name and address of the registered agent and office is

Robert Wallace

located at: 3805 University Blvd. W.
Jacksonville, FL 32217

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service on
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.


Robert Wallace

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TALLAHASSEE, FLORIDA

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