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Florida Department of State
Division of Corporations
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L01-137

LIMITED LIABILITY COMPANY

ADCP International, L.L.C.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

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ARTICLES OF ORGANIZATIONOFADCP INTERNATIONAL, L.L.C.

The undersigned, being a member desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is ADCP International, L.L.C. (the "Company").

ARTICLE II. ADDRESS

The mailing and street address of the Company's principal office is

423 S. Keller Road, Suite 200
Orlando, Florida 32810

ARTICLE III. DURATION AND CONTINUATION

The period of the Company's duration shall continue perpetually unless terminated in accordance with the Company's Operating Agreement. In the event of 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 Company, the existence and business of the Company shall be continued in accordance with the Company's Operating Agreement.

ARTICLE IV. 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. INITIAL REGISTERED AGENT AND OFFICE

The Company designates 423 S. Keller Road, Suite 200, Orlando, Florida 32810 as the street address of the initial registered office of the Company and names Ray Scott as the Company's initial registered agent.

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ARTICLE VII. MANAGEMENT

The business of the Company shall be conducted, carried on and managed by not less than one (1) Manager, who shall be elected by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Managers shall also have the rights and responsibilities described in the Operating Agreement of the Company. The name and address of the initial Manager are as follows:

Ray Scott

423 S. Keller Road
Suite 200
Orlando, Florida 32810

Such Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal as of the 20 day of November, 2000.


Ray Scott, Member

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 608.415, the undersigned limited liability company 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 ADCP International, L.L.C.

2. The name and address of the registered agent and office are 423 S. Keller Road, Suite 200, Orlando, Florida 32810.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in such 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: November 20, 2000.


Ray Scott

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