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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

Nexgen, LLC

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**ARTICLES OF ORGANIZATION
OF
NEXGEN, LLC**

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The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is Nexgen, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the Company shall be 300 International Parkway, Suite 270, Heathrow, Florida 32746, which also shall be the mailing address of the principal office of the Company.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803. The name of the registered agent of the Company at that address is Alan H. Daniels.

ARTICLE IV - MANAGEMENT

The Company is to be a member-managed company.

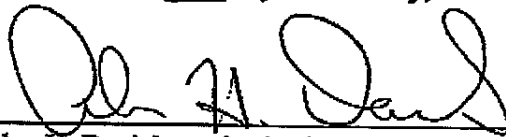
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ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization.

IN WITNESS WHEREOF, the undersigned authorized member-representative has made and subscribed these Articles of Organization this 21st day of February, 2001.



Alan H. Daniels, authorized member-representative

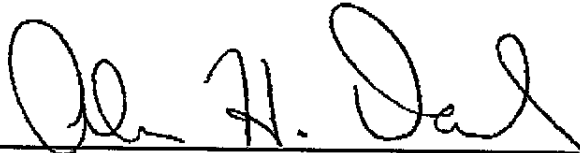
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STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.



Alan H. Daniels

Date: February 21st, 2001