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March 12, 2001

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JENNIFER L. CORY
Je Parle Français

SUZANNE E. PAULUS

RE: UWach, LLC

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Organization and Acceptance of Registered Agent for UWach, LLC.

Also enclosed is a check in the amount of \$155.00 to cover the filing of the Articles of Organization, the Registered Agent Fee and a Certified Copy of the Record.

Please send the certified copy of the Articles of Organization and Acceptance of Registered Agent to:

James R. LaVigne, Esquire
LaVigne, Coton & Associates, P.A.
5301 Conroy Road, Suite 140
Orlando, Florida 32811

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Your attention to this matter is most appreciated.

Very truly yours,

James R. LaVigne, Esquire

JRL/jlc
Enclosures
cc: Prabhakar Jagtap

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF**

UWACH, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be UWach, LLC ("company").

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company shall be 12001 Belcher Road, #E82, Largo, Florida 33773.

ARTICLE III – DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Prabhakar N. Jagtap, 5890 Mariberry Drive, Orlando, Florida 32819-4543.

ARTICLE V – CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company in the forms of cash or property.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII – TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

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TALLAHASSEE, FLORIDA

ARTICLE IX – MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the members of the company are

NAME	ADDRESS
Shailesh Chirputkar	A10, East Garden Way Dayton, New Jersey 08810
Kunda Jagtap	5890 Marlberry Drive Orlando, Florida 32819-4543
Ketan Limaye	12001 Belcher Road, #E82 Largo, Florida 33773
Deven Panse	6027 JRK Boulevard East, 2AN West New York, New Jersey 07093
Prakash Ranade	1151 Walnut Avenue, #102 Tustin, California 92780

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Orlando, Florida, on March 7, 2001.

[Handwritten Signature]
Prabhakar N. Jagtap

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SEC. STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this March 7th, 2001 by Prabhakar N. Jagtap.

Kimberly A. Fooks
Notary Public – State of Florida

 Kimberly anne Fooks
My Commission CC874279
Expires January 19, 2003

Personally Known

OR

Produced Identification

Type of Identification Produced driver's license

(Seal)

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of UWach, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Prabhakar N. Jagtap
Registered Agent

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