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ORLANDO

April 23, 2001

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Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: INTELLITEAM TECHNOLOGIES ORLANDO, LLC

Dear Sir/Madam:

Enclosed please find Articles of Organization for IntelliTeam Technologies Orlando, LLC and the Application For Employer Identification Number. Please endorse your approval of the above and return a copy of the documents to us. We have also enclosed a check in the amount of \$125.00 to cover fee for same.

Very truly yours,

**INTELLITEAM TECHNOLOGIES
ORLANDO, LLC**

Alan B. Garfinkel

/yp

Enc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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PLEASE RESPOND TO ALAN B. GARFINKEL CARE OF INTELLITEAM TECHNOLOGIES

**ARTICLES OF ORGANIZATION FOR
INTELLITEAM TECHNOLOGIES ORLANDO, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned 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: IntelliTeam Technologies Orlando, LLC.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Company is:

300 N. Maitland Avenue
Maitland, Florida 32751

ARTICLE III. DURATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written agreement of all Members.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are:

Alan B. Garfinkel
300 N. Maitland Avenue
Maitland, Florida 32751

ARTICLE V. MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by no fewer 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 Manager(s) shall also have the rights and

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TALLAHASSEE, FLORIDA

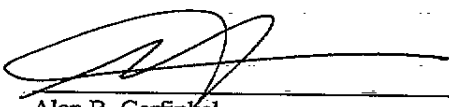
responsibilities described in the Operating Agreement of the Company. The name and address of the initial Manager^(s) is as follows:

Alan B. Garfinkel and Reggie Hall
300 N. Maitland Avenue 300 N Maitland Ave
Maitland, Florida 32751 Maitland, FL 32751

Such Manager(s) shall serve in such capacity until the first meeting of the Members or until his successor(s) are duly elected and qualified.

ARTICLE VI. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.


Alan B. Garfinkel
Member


Reginald C. Hall
Member, Manager

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE
OF INTELLITEAM TECHNOLOGIES, LLC

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, IntelliTeam Technologies Orlando, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the state of Florida.

1. The name of the Company is: IntelliTeam Technologies Orlando, LLC.
2. The name of the registered agent and the address of the registered office are:

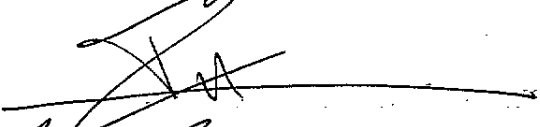
NAME: ALAN B. GARFINKEL

ADDRESS: 300 N. Maitland Avenue
Maitland, Florida 32751

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. 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 as provided for in Chapter 608., F.S.


Alan B. Garfinkel

Date: 4/27/01


Approved
Legend C. Hall

4/27/01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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