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LIMITED LIABILITY COMPANY

Softnet Vision LC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Softnet Vision LC

Article II. Address

The Company's street and mailing address is:
Softnet Vision LC
1897 Palm Beach Lakes Blvd.
Suite 226
West Palm Beach FL 33409

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139 UNITED STATES

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article V. Management

This will be a member-managed company. The name and address of each member is:


PAUL R. HAYES
1897 Palm Beach Lakes Blvd. Suite 226 West Palm Beach FL 33409

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Article VI. Company Existence

The Company's existence shall begin effective as of May 10, 2001.

The undersigned authorized representative of a member executed these Articles of Organization on May 10, 2001.



CORPORATE CREATIONS INTERNATIONAL INC.
Stephen T. Samuel Vice President

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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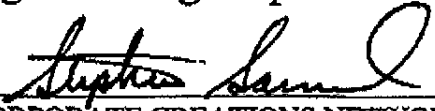
STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:
Softnet Vision LC

REGISTERED AGENT/OFFICE:
Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139 UNITED STATES

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


CORPORATE CREATIONS NETWORK INC.
Stephen T. Samuel, Vice President

Date: May 10, 2001

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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