

L010000017578

MICHAEL R. WEBER, ESQ

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OCTOBER 10, 2001

Via Courier

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
904 487-6052

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-10/11/01--01046--002
****130.00 ****130.00

Re: Pearl Technology Holdings II, LLC

Dear Madam or Sir:

L01-17578

Enclosed please find

- One original and one copy of the Articles of Organization for the above-named company.
- A check in the amount of \$130.00 (\$100.00 filing fee, \$25.00 RA designation, and \$5.00 for a certificate of status).
- Please mail the certificate of status and the copy to the following address:

Michael R. Weber, Esq.
1407 N. Ft. Harrison Ave., Suite H
Clearwater, FL 33755
Day phone: 813 263-5669

Thank you.

Sincerely,

BY: MR Weber
Michael R. Weber, JD, MBA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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44-10/12

Enclosures: as stated

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ARTICLES OF ORGANIZATION OF PEARL TECHNOLOGY HOLDINGS II, LLC

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "PEARL TECHNOLOGY HOLDINGS II, LLC."

ARTICLE II — Address:

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

1407 N. Ft. Harrison Ave., Suite H, Clearwater, FL 33755

ARTICLE III — Management:

The LLC is to be managed by the members and the name and address of the Managing Member (is/are): Michael Weber.

ARTICLE IV — Registered Agent & Office

The address of the initial registered office of the limited liability company is 1407 North Ft. Harrison Ave., Suite H, Clearwater, FL 33755, and the initial registered agent at such address is Michael Weber.

IN WITNESS WHEREOF, the undersigned, a Managing Member who is authorized by the members of the Company, has duly executed these Articles of Organization on this 8th day of October 2001.



Michael Weber

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, 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 PEARL TECHNOLOGY HOLDINGS II, LLC.
2. The name and address of the registered agent and office is

Michael Weber
1407 North Ft. Harrison
Unit H
Clearwater, FL 33755

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.

MR Weber
Signature

10/8/01
Date

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