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ACCOUNT	NO.	:	072100000032

REFERENCE: 197638 7275012

AUTHORIZATION:

COST LIMIT : \$ PPD

ORDER DATE: October 25, 2001

ORDER TIME : 11:20 AM

ORDER NO. : 197638-005

CUSTOMER NO: 7275012

CUSTOMER: Joel Boyd, Esq

Spira Boyd Beadle & Mcgarrell,

L.l.c. Suite 306

6767 N. Wickham Road _

Melbourne, FL 32940 _

DOMESTIC FILING

NAME:

VENTUREX MANAGEMENT, L.L.C.

EFFECTIVE DATE: [

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

90000465401.9--10/26/01--01002--005 ****155.00 ****155.00.

ARTICLES OF ORGANIZATION

OF

VENTUREX MANAGEMENT, L.L.C.

The undersigned, acting as the 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

The name of the limited liability company shall be VENTUREX MANAGEMENT, L.L.C. (the "Company").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

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

3990 Turkey Point Drive, Melbourne, Florida 32934.

ARTICLE III - DURATION

The term of existence of the Company shall commence with the filing of the Articles of Organization with the Secretary of State of the State of Florida, and shall continue perpetually, unless sooner dissolved pursuant to the Articles of Organization or Regulations of the Company, or by operation of law.

ARTICLE IV - MANAGEMENT

The Company is to be managed by the Members. The names and addresses of the initial Members are as follows:

James G. Burke 3990 Turkey Point Drive Melbourne, Florida 32934 Lois J. Burke 3990 Turkey Point Drive Melbourne, Florida 32934

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

New Members shall be admitted only with the unanimous consent of, and upon terms unanimously approved by, all of the Members.

ARTICLE VI - MEMBERS' RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued on approval of all of the remaining Members (other than the terminated Member and such member's successors-in-interest).

ARTICLE VII - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Company in the State of Florida shall be 3990 Turkey Point Drive, Melbourne, FL 32934. The name of the registered agent of the Company at that address is JAMES G. BURKE.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization this 24th day of October, 2001.

IAMES G. BURKE

STATE OF FLORIDA COUNTY OF BREVARD

Sworn to and subscribed before me this 24th day of October, 2001, by JAMES G. BURKE, as the Member of VENTUREX MANAGEMENT, L.L.C., a Florida limited liability company. Said person (check one) D is personally known to me, \square produced a driver's license

(issued by a state of the United States produced other identification, to wit:	within the last five (5) years) as identification, or \Box
	Compa BSL
NOTARY PUBLIC STATE OF FLORIDA JOEL E. BOYD COMMISSION # CC 861038	Print Name: Notary Public, State of Florida Commission No.:
EXPIRES 09/25/03	My Commission Expires:

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and 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.

JAMES G. BURKE

Dated: October 24, 2001