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MARGOT PEQUIGNOT, P.A.

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HHH. remove any ref to EX 'A'  
00789-02787-00524-00471  
November 14, 2001

MJH

**Via Airborne Express**  
**Tracking No. 2499925842**

Florida Department of State  
Division of Corporations  
**ATTN: CORPORATE RECORDS**  
409 East Gaines Street  
Tallahassee, FL 32399

Re: *Precision Images, LLC*

500004683515--8  
-11/15/01--01037--010  
\*\*\*293.70 \*\*\*130.00

Dear Sir or Madam:

Enclosed please find an original and one copy of each of the following documents regarding the above-named limited liability company:

1. Articles of Organization;
2. Affidavit of Membership and Contribution; and
3. Certificate of Designation of Registered Agent/Registered Office.

Also enclosed is my firm check in the total amount of \$293.70 to cover the \$250.00 filing fee, \$35.00 registered agent designation fee and \$8.75 certification fee. Please return the certification to my office at your earliest convenience. If you have any questions, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,

Margot Pequignot

FILED  
01 NOV 15 PM 3:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MP/mk  
enclosures

cc: Robert J. Fountaine

corporations.ltr

**ARTICLES OF ORGANIZATION  
OF  
PRECISION IMAGES, LLC**

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

**ARTICLE I – NAME**

The name of the limited liability company shall be PRECISION IMAGES, LLC ("Company").

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the company is 10741-B Endeavour Way, Largo, FL 33777.

**ARTICLE III – DURATION**

The Company shall commence its existence on the date these Article of Organization are filed with the Florida Department of State or on another effective date as specified. The Company's existence shall be for thirty (30) years unless the Company is dissolved earlier as provided in these Articles of Organization or in the regulations.

**ARTICLE IV – REGISTERED AGENT**

The name and street address of the registered agent of the Company in the State of Florida are Robert J. Fountaine, 16440 Redington Drive, Redington Beach, FL 33708.

**ARTICLE V – CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company 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, or as provided in the regulations.

**ARTICLE VII – ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, 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 members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

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 majority vote of all the remaining members.

#### ARTICLE IX - MANAGEMENT

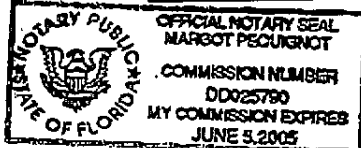
The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company are Robert J. Fountaine, 16440 Redington Drive, Redington Beach, FL 33708.

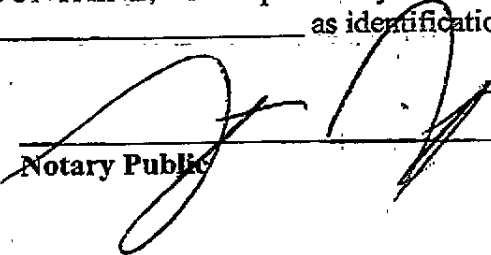
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Largo, Pinellas County, Florida, this 14th day of Nov., 2001.

  
ROBERT J. FOUNTAINE

  
MICHELLE R. FOUNTAINE

SWORN TO AND SUBSCRIBED before me this 14th day of Nov., 2001, by ROBERT J. FOUNTAINE, who is personally known to me or who produced FLA Driver's License as identification and by MICHELLE R. FOUNTAINE, who is personally known to me or who produced \_\_\_\_\_ as identification.



  
Notary Public

**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, PRECISION IMAGES, LLC submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is PRECISION IMAGES, LLC.
2. The name and street address of the registered agent in Florida are: ROBERT J. FOUNTAINE, 16440 Redington Drive, Redington Beach, FL 33708.

The undersigned, being the person named in the Articles of Organization of PRECISION IMAGES, LLC, as 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.

  
\_\_\_\_\_  
ROBERT J. FOUNTAINE  
REGISTERED AGENT