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TASO M. MILONAS, P.A.

Taso M. Milonas, J.D., L.L.M.
Board Certified Tax Lawyer

January 18, 2002

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800004792548--4
-01/23/02--01088--004
****155.00 ****155.00

Re: **PowerVision Consulting, LLC**

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Organization for the above-referenced limited liability company, together with a check payable in the amount of \$155.00 to cover your filing and certification fee. **Please return the certified copy in the enclosed envelope.**

Please note, the name "PowerVision Consulting" currently is registered to William Kemp as a fictitious trade name for the sole proprietorship that he is now incorporating. Accordingly, also enclosed is his cancellation of said name and an application for the name be re-registered to the LLC being created. Two additional checks in the amount of \$50.00 each are also enclosed (i.e., one to cancel the fictitious name, another to re-register it).

Thank you for your prompt attention to this matter.

Sincerely,


Taso M. Milonas

TMM/kf
Enclosures

ARTICLES OF ORGANIZATION
OF
PowerVision Consulting, LLC

The undersigned hereby executes and acknowledges these Articles of Organization for the purpose of forming a limited liability company pursuant to Chapter 608, Florida Statutes, and state the following:

ARTICLE I

Name

The name of this limited liability company shall be:

PowerVision Consulting, LLC

ARTICLE II

Term

The period of duration of this limited liability company shall commence on the date of filing these Articles of Organization with the Florida Department of State and shall continue for the maximum period allowed by law.

ARTICLE III

Purpose

The general purpose for which this limited liability company is organized is the transaction of any and all lawful business for which a limited liability company may be organized under Chapter 608, Florida Statutes.

ARTICLE IV

Principal Office and Mailing Address

The address of the principal office and mailing address of this limited liability company shall be:

4409 Snead Island Road
Palmetto, Florida 34221

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ARTICLE V

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 1800 Second Street, Suite 884, Sarasota, Florida 34236, and the initial registered agent of this corporation at such office shall be Taso M. Milonas. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VI

Management

This limited liability company is to be managed by its members and is, therefore, a member-managed limited liability company.

ARTICLE VII

Amendment to Articles of Organization

The members reserve the right to amend, alter, change or repeal any provisions(s) contained in these Articles of Organization.

The undersigned being all of the members of the limited liability company hereinbefore named have executed these Articles of Organization for the uses and purposes therein stated.

DATED this 16th day of January, 2002

PowerVision Consulting, LLC

By: William J. Kemp
William J. Kemp, member

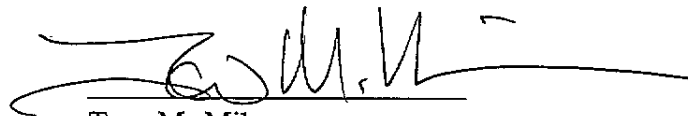
Cynthia A. Kemp
Cynthia A. Kemp, member

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ACCEPTANCE OF REGISTERED AGENT

I, Taso M. Milonas, having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, 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.

DATED this 18th day of January, 2002.


Taso M. Milonas

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