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2002 MAR 26 AM 11:53
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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March 20, 2002

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

Re: SOUTH 40 GRAPHIX, LLC

To Whom it May Concern:

Enclosed herewith please find the original and one copy of the Articles of Organization for the above-referenced Limited Liability Company. Upon filing, please return a certified copy stamped with the filing information to me.

Also enclosed is our firm check in the amount of \$155.00 to cover the filing fees.

Sincerely,



Tonya L. Williams
Legal Assistant to
Timothy F. Pickles, Esq.

:tlw

Enclosures

J. BRYAN MAR 28 2002

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is: SOUTH 40 GRAPHIX, LLC

ARTICLE II - ADDRESS

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

SOUTH 40 GRAPHIX, LLC
3206 SOUTH HOPKINS AVENUE, # 87
TITUSVILLE, FLORIDA 32754

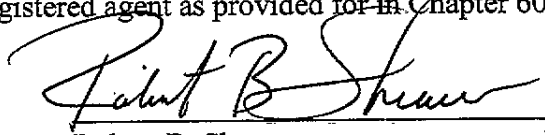
ARTICLE III - REGISTERED AGENT

The name and mailing address of the registered agent and office is:

Name: Robert B. Shearer

Street: 3206 South Hopkins Avenue, #87
Titusville, FL 32754

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 as provided for in Chapter 608, F.S..


Robert B. Shearer
Date 03-15-02

ARTICLE IV - DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by the member and the name and address of the managing member is: ROBERT B. SHEARER, 3206 South Hopkins Avenue, # 87, Titusville, Florida 32754.

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ARTICLE VI- ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

A majority of the voting interests must consent to admission of additional members of the company.

ARTICLE VII- MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution or a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be:

The remaining members shall have the right to continue the business notwithstanding the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or other event terminating a member's membership, provided all of the remaining members consent in writing to such continuation.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Robert B. Shearer, Managing Member

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