

L020000007922

**JON H. ANDERSON, P.A.**

JON HARMON ANDERSON

EMAIL: [JonAnderson@southforkgroup.com](mailto:JonAnderson@southforkgroup.com)

2002 APR - 1 PM 4:20  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

4927 SOUTHFORK DRIVE  
POST OFFICE DRAWER 6839  
LAKELAND, FLORIDA 33807

TELEPHONE (863) 644-6478  
FAX (863) 644-5251

March 28, 2002

VIA U.S.P.S. PRIORITY MAIL

Bureau of Corporate Records  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

900005173039--3  
-04/01/02--01033--025  
\*\*\*125.00 \*\*\*125.00

Re: Organization of **OPTICODE, LLC**  
Our File No.: CRABDO01

Dear Sir or Madame:

Enclosed please find the original and one copy of the Articles of Organization for each of the above referenced limited liability corporations. Also enclosed is my check in the amount of \$125.00 which shall serve as payment of the required filing fee.

I would appreciate your filing the Articles of Organization for this entity and return a file stamped copy for the LLC to our office.

Thank you for your kind attention to this matter.

Sincerely,

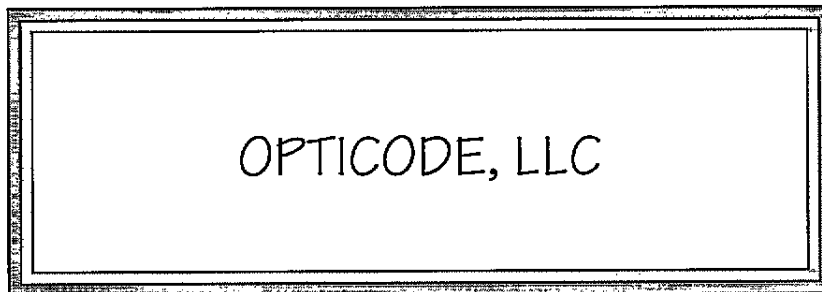
*Deana Smith*

Deana Smith,  
Legal Assistant to  
JON H. ANDERSON

.ds  
Enclosures

J. BRYAN APR - 3 2002

# ARTICLES OF ORGANIZATION OF



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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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 OPTICODE, LLC ("Company").

## ARTICLE II ADDRESS

The mailing address of the principal office of the Company shall be 2135 Morgan Wieland Lane, Suite 207, Lakeland, Florida 33813; and the street address of the principal office of the Company shall be 2135 Morgan Wieland Lane, Suite 207, Lakeland, Florida 33813.

## ARTICLE III DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

## ARTICLE IV REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is: Jon H. Anderson, Esquire, Jon H. Anderson, P.A., Post Office Drawer 6839, 4927 Southfork Drive, Lakeland, Florida 33813.

**ARTICLE V**  
**ADMISSION OF NEW MEMBERS**

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 other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VI**  
**MINORITY BUSINESS OWNERSHIP TO BE PRESERVED**

Notwithstanding any other provision of these Articles of Organization, the Company shall be and remain qualified as a minority owned business. The admission of new members shall be limited by this requirement. If, at any time after the Company is organized, the withdrawal of a member would change the ownership of the Company in a way which would disqualify it as a minority owned business, the Company shall promptly issue sufficient ownership to members who qualify as minorities so as to enable the Company to preserve its status as a minority owned business.

**ARTICLE VII**  
**TERMINATION OF EXISTENCE**

The Company shall not 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. The Company shall be continued in existence until it is dissolved by the written consent or agreement of not less than seventy-five percent (75%) of the members of the Company at the time when the decision to dissolve is made.

**ARTICLE VIII**  
**MANAGEMENT**

The Company shall be managed by the members 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 names and address of the members of the Company are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mary E. Crabtree	2135 Morgan Wieland Lane Apartment 207 Lakeland, Florida 33813

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TALLAHASSEE, FLORIDA

NAME

Douglas T. Crabtree

ADDRESS

2135 Morgan Wieland Lane  
Apartment 207  
Lakeland, Florida 33813

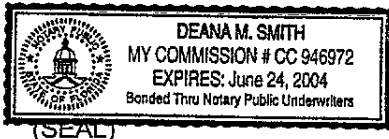
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Lakeland, Florida, on this 25<sup>th</sup> day of March, 2002.

Douglas T. Crabtree  
DOUGLAS T. CRABTREE, Organizer

STATE OF FLORIDA  
COUNTY OF POLK

Before me personally appeared Douglas T. Crabtree, to me well known to be the organizer of the above limited liability Company and who freely subscribed the above Articles of Organization, and he freely and voluntarily acknowledged before me according to law that he made the same for the uses and purposes mentioned and set forth to it.

IN WITNESS WHEREOF I have set my hand and affixed my official seal this 25<sup>th</sup> day of March, 2002.



Deana M. Smith  
Notary Public -- State of Florida  
Deana M. Smith  
Print, Type, or Stamp  
Commissioned Name of Notary Public

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of OPTICODE, LLC, as the 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 duties, and is familiar with and accept the obligations of the position of registered agent.

JON H. ANDERSON  
Registered Agent