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Examiner's Initials

ARTICLES OF ORGANIZATION OF PIXELGROVE.COM, L.L.C.

The undersigned individual, acting as the authorized representative of a member under the provisions of Chapter 608, Florida Statutes, adopts the following Articles of Organization:

ARTICLE I

Name

The name of this Limited Liability Company shall be PIXELGROVE.COM, L.L.C.

ARTICLE II

Principal Place of Business and Mailing Address

The principal place of business and mailing address of the Limited Liability Company shabe 3841-B Killearn Court, Tallahassee, Florida 32309.

ARTICLE III

Duration

The period of duration for the Limited Liability Company shall be perpetual, unless terminated by other provisions of these Articles of Organization.

ARTICLE IV

Management

The Limited Liability Company is to be managed by its members as set forth in its Regulations. The names and addresses of the members are:

<u>Name</u>	<u>Address</u>
Lawrence M. Smith	3841-B Killearn Court
	Tallahassee, Florida 32309
Phil Bunnell	3841-B Killearn Court
	Tallahassee, Florida 32309
Marjorie Sue Smith	3841-B Killearn Court
•	Tallahassee, Florida 32309

ARTICLE V

Admission of Additional Members

Members of the Limited Liability Company may admit additional members, but only upon the unanimous approval of the existing members of the Limited Liability Company.

ARTICLE VI

Transfer of Member's Interest

The transfer of any member	's interes	t in the Lim	ited Liability	Company,	whether	to an
existing member or a non-member,	requires	unanimous a	pproval of all	members	of the∰i	miled
Liability Company.			_		P 24	33
	ART	ICLE VII			70	RY O

Name and Address of Registered Agent

The name and address of the Registered Agent of the Limited Liability Company Shalfbe Stephen C. Willis, and his address is 1407 Piedmont Drive East, Suite B, Tallahassee, Florida 32308.

IN WITNESS WHEREOF, the undersigned, the authorized representative of a member of this Limited Liability Company, executes these Articles of Organization and certifies to the truth of the facts herein stated in the State of Florida, this _____ day of September, 2002.

Stephen C. Willis,

Authorized Representative Of A Member

State of Florida County of Leon

The foregoing Articles of Organization were acknowledged before me this _____ day of September, 2002, by Stephen C. Willis.

Colean Carrie

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA:

- 1. The name of the limited liability company is PIXELGROVE.COM, L.IST
- 2. The name and address of the registered agent and office is:

Stephen C. Willis
1407 Piedmont Drive East, Suite B
Tallahassee, Florida 32308

SECRETARY OF STATE
(VISION OF CORPORATIONS

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 OF 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.

Signature

Date

State of Florida County of Leon

The foregoing Certificate of Designation of Registered Agent / Office was acknowledged before me this _____ day of September, 2002, by Stephen C. Willis.

Notary Public