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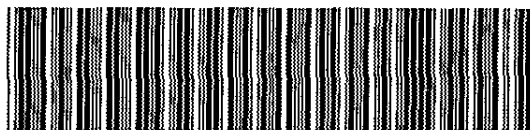
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DALE, BALD, SHOWALTER & MERCIER

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

HOWARD L. DALE
WILLIAM A. BALD *
RUSSELL H. SHOWALTER, JR.
LEE F. MERCIER
MICHAEL A. CANDETO
JULIE SAEG

* ALSO ADMITTED IN GEORGIA

(904) 355-1155

200 WEST FORSYTH STREET, SUITE 1100
JACKSONVILLE, FLORIDA 32202-4308

FACSIMILE (904) 355-1520
E-MAIL: dbsmfla@dalebald.com

February 6, 2003

Florida Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Florida 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Organization -
Advanced Battery Technologies, L.L.C.

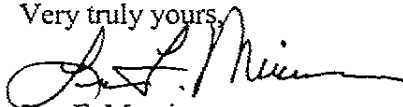
Ladies/Gentlemen:

Enclosed for filing with the Florida Department of State are Articles of Organization for the referenced entity (original and one copy), which includes a Certificate of Designation of Resident Agent and Acceptance and an Affidavit of Membership and Contributions. The initial capital contribution by the members is \$30,000.00. Also enclosed is our firm check in the amount of \$155.00, as follows:

(1)	Filing Fee (limited liability company)	\$ 100.00
(2)	Registered Agent	25.00
(3)	Certified Copy of Articles of Organization	<u>30.00</u>
	Total:	\$ 155.00

Please file the Articles of Organization as soon as possible, as well as forward to us a certified copy of the Articles of Organization. If you have any questions regarding the filing of the enclosures, don't hesitate to contact me.

Very truly yours,


Lee F. Mercier

LFM/dfe
Enclosures

cc: Mr. Paul J. Mohrman

ADVANCED BATTERY TECHNOLOGIES, L.L.C.

ARTICLES OF ORGANIZATION

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the Company is: Advanced Battery Technologies, L.L.C.

ARTICLE II. ADDRESS

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

5800 Commonwealth Avenue
Jacksonville, Florida 32354

ARTICLE III. DURATION AND CONTINUATION

The period of duration for the Company shall be twenty (20) years from the filing of these Articles, unless terminated in accordance with the Company's Regulations or extended by the unanimous written agreement of all Members.

ARTICLE IV. REGISTERED AGENT AND OFFICE

The Company designates 5820 Commonwealth Avenue, Jacksonville, Florida 32354 as the street address of the initial registered office of the Company and names Paul J. Mohrman the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE V. MANAGEMENT

The Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follows:

Paul J. Mohrman

5820 Commonwealth Avenue
Jacksonville, Florida 32354

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The Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified.

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of all of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

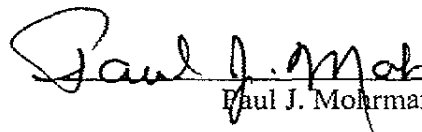
ARTICLE VII. MEMBERS RIGHTS TO CONTINUE BUSINESS

The Members shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the limited liability company in the manner set forth in the Regulations of the Company.

ARTICLE VIII. REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned authorized representative of a Member hereunto sets his hand and seal this 3rd day of February, 2003.


Paul J. Mohrman

ADVANCED BATTERY TECHNOLOGIES, L.L.C.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, ADVANCED BATTERY TECHNOLOGIES, L.L.C., a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the state of Florida.

1. The name of the Company is: Advanced Battery Technologies, L.L.C.
2. The name of the registered agent and the address of the registered office are:

NAME: Paul J. Mohrman

ADDRESS: 5820 Commonwealth Avenue
Jacksonville, Florida 32354

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.

By:

Paul J. Mohrman

Dated:

2-3-03