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November 6, 2003

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* BOARD CERTIFIED CIVIL TRIAL ATTORNEY

* BOARD CERTIFIED BUSINESS LITTERATION ATTORNEY

Via Certified U.S. Mail, Return Receipt Requested

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Articles of Organization – Arxean, LLC

Dear Sir or Madam:

Enclosed please find the signed original and signed copy of the Articles of Organization and Certificate of Designation of Registered Agent/Registered Office of the above limited liability company. We have enclosed a check in the amount of \$155.00 for the filing fee, and certified copy of the Articles of Organization.

Please process this at your earliest convenience and return the certified copy of the Articles of Incorporation to this office in the envelope I have provided for your convenience.

Thank you in advance for your assistance. If you have any questions, please do not hesitate to contact the undersigned.

RICHARD H. TAMI

Very truly yours,

RHT/lp Enclosures

ARTICLES OF ORGANIZATION

of

"ARXEAN, LLC"

The undersigned, desiring to form a Limited Liability Company pursuant to the Florida Limited Liability Company Act ("Act"), does hereby make, acknowledge, and file the following Articles of Organization:

- I. NAME. The name of the limited liability company formed pursuant hereto shall be at all times ARXEAN, LLC ("Company").
- II. **PURPOSE AND POWERS.** The Company shall be organized for the purpose of conducting any lawful business, and shall have the same powers as an individual to do all things necessary or convenient to carry out the Company's purpose, business and affairs.
- III. **DURATION.** The Company's term shall commence as of the filing of these Articles with the Florida Department of State of and shall be perpetual unless dissolved sooner upon the happening of any mandatory dissolution event as according to the Act or Operating Agreement of the Company.
- IV. PRINCIPAL OFFICE AND MAILING ADDRESS. The initial principal office and mailing address of the company shall be, and all correspondence shall be directed to:

c/o Michael Carpino 1040 Willa Springs Drive Winter Springs, Florida 32708

- V. INITIAL REGISTERED AGENT. The Initial Registered Agent of the Company shall be: Michael Carpino, whose Florida street address is 1040 Willa Springs Drive, Winter Springs, Florida 32708, as according to the "Certificate of Designation of Registered Agent/Office" of the Company, which is attached hereto and made a part hereof by reference.
- VI. MANAGEMENT. The Company shall be managed by its 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 addresses of the members of the Company are:

Michael Carpino 1040 Willa Springs Drive Winter Springs, Florida 32708

Mitchell Bonett 1040 Willa Springs Drive Winter Springs, Florida 32708

Dennis H. Menefee 1040 Willa Springs Drive Winter Springs, Florida 32708

VII. MEMBERS RIGHTS TO CONTINUE BUSINESS. The right of the members to admit additional members and the terms and conditions of the admissions, and the right of the remaining members 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 shall be as set forth in the Regulations and Operating Agreement.

IN WITNESS WHEREOF, and certifying knowledge of, and compliance with, section 608.408, Florida Statutes (2003), the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true, I hereunto subscribe my name to these Articles of Organization of ARXEAN, LLC, this 30 day of ________, 2003.

MICHAEL CARPINO

STATE OF FLORIDA COUNTY OF SEMINOLE

The foregoing instrument was acknowledged by me this 30 day of October, 2003, by MICHAEL CARPINO, as organizing member of ARXEAN, LLC, a Florida limited liability company. He is personally known to me or has produced a Florida driver's license as identification.

Janice L. Raymond
MY COMMISSION # DD053371 EXPIRES
November 30, 2005
SONDED THRU TROY FAM INSURANCE, INC.

Notary Public, State of Florida
My Commission Expires

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: ARXEAN, LLC.
- 2. The name and the Florida street address of the registered agent is:

Michael Carpino 1040 Willa Springs Drive Winter Springs, Florida 32708

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.

Michael Carpino