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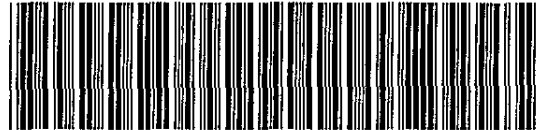
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04 APR -5 AM 7:48

**PAUL A. MORAN, p.a.**  
**Attorney and Counselor at Law**  
46 N. Washington Blvd., Suite 25A  
Sarasota, FL 34236  
(941) 955-1717  
Telecopier (941) 364-9898  
PAMoranEsq@aol.com

April 2, 2004

Division of Corporations  
P.O. Box 6237  
Tallahassee, FL 32314

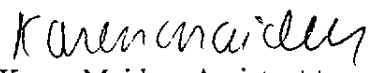
RE: Opti Logistics, LLC

Dear Sir/Madam:

Please find enclosed our check for \$155.00 (\$125.00 filing fee/\$30.00 certified copy) for filing of the enclosed Article of Incorporation. Please return a certified copy to the address above.

Thank you.

Sincerely,

  
Karen Maiden, Assistant to  
PAUL A. MORAN

/km  
Enclosure

ARTICLES OF ORGANIZATION  
FOR FLORIDA  
LIMITED LIABILITY COMPANY

04 APR -5 AM 7:48  
PALMETTO, FLORIDA

Each undersigned, for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, does hereby certify as follows:

ARTICLE I - NAME

The name of the Limited Liability Company is: Opti Logistics, L.L.C. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 3522 U.S. 41 N., Palmetto, Florida, 34221.

ARTICLE III - DURATION

The existence of the Company shall commence upon the date of execution of this instrument, which shall be within five (5) business days prior to filing hereof. The period of duration for the Company shall be: perpetual.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and street address of Company's initial registered office in the state is: Derek Minor, 3522 U.S. 41 N., Palmetto, Florida, 34221.

ARTICLE V - MANAGEMENT

The Company is to be managed by one member, and the name and address of that member is Derek Minor, 3522 U.S. 41 N., Palmetto, Florida, 34221.

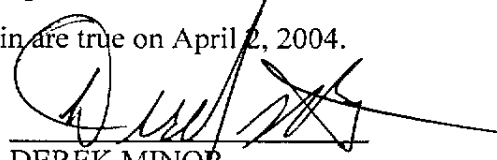
ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: No additional member(s) shall be admitted to the Company without written consent of all members of the Company and on such terms and conditions as shall be determined by all members, except as otherwise provided in the Company's regulations initially executed by all members.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS


The right, if given, of the remaining members of the Company 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 Company shall be: The business of the Company may be continued only by written consent of all remaining members, except as otherwise provided in the Company's regulations initially executed by all members.

IN WITNESS WHEREOF, the undersigned executed this instrument affirming under penalties of perjury that the facts stated herein are true on April 2, 2004.

  
DEREK MINOR  
As Member

STATE OF FLORIDA  
COUNTY OF SARASOTA

SWORN TO and subscribed before me this 2<sup>nd</sup> day of April, 2004, by DEREK MINOR, who is personally known to me or who has produced H.A.D.C. as identification.

  
Notary Public

My Commission Expires:

KAREN L. MAIDEN  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # DD201917  
EXPIRES 06/06/2007  
BONDED THRU 1-888-NOTARY1

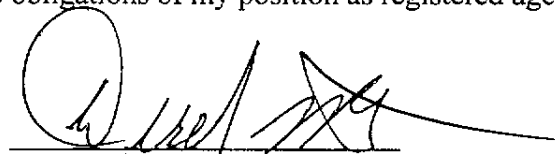
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the limited liability company is Opti Logistics, L.L.C.
2. The name and address of the registered agent and office is: Derek Minor, 3522 U.S. 41 N., Palmetto, Florida, 34221.

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.

DATED this 2<sup>nd</sup> day of April, 2004.

  
DEREK MINOR