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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

DATE: February 8, 2005

SUBJECT: MegapixelPro LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jodi K. Mustoe, Esquire
Cox & Rouse, P.A.
240 Lookout Place
Maitland, Florida 32751

For further information concerning this matter, please call:

Jodi K. Mustoe, Esquire
(407) 644-5225

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Filing Fees Included:

\$100.00
\$ 25.00
\$ 30.00
\$ 5.00

Filing Fee for Articles of Organization
Designation of Registered Agent
Certified Copy
Certificate of Status

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being of legal age and competent to contract, for the purpose of organizing a limited liability company pursuant to the laws of the State of Florida, hereby adopt the following Articles of Organization, and hereby agree and certify as follows:

ARTICLE I

The name of the Limited Liability Company is:

MegapixelPro LLC

ARTICLE II

The principal place of business/mailing address is:

9742 Dogwood Ridge Run
Orlando, FL 32829

The Managers may from time to time designate such other address and place of the principal office of this Limited Liability Company as it may see fit without amendment of these Articles of Organization.

ARTICLE III

The initial registered address of this Limited Liability Company and the initial registered agent of the Limited Liability Company shall be:

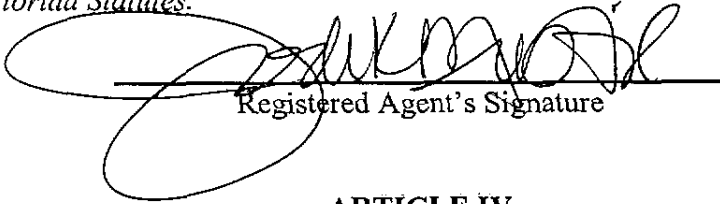
Jodi K. Mustoe, Esquire
Cox & Rouse, P.A.
240 Lookout Place
Maitland, Florida 32751

The Limited Liability Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization.

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

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am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


Registered Agent's Signature

ARTICLE IV

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

MGR

Daniel Sweeney
9742 Dogwood Ridge Run
Orlando, FL 32829

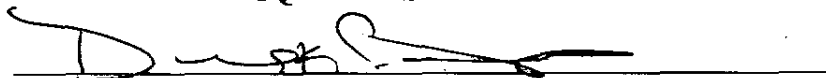
MGRM

Adalberto De Armas
9742 Dogwood Ridge Run
Orlando, FL 32829

ARTICLE V

This Limited Liability Company shall commence existence on February 10, 2005 and shall have perpetual existence unless sooner dissolved according to law.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

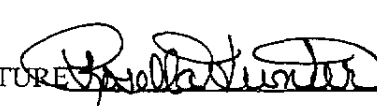
Daniel Sweeney
Name of signee

Notary State of Florida, County of Orange

Acknowledged before me this 8th day of February, 2005 by Daniel Sweeney, who is

Personally Known _____ OR Produced Identification X Type of Identification

Produced : Florida DL and who did not take an oath.

NOTARY SIGNATURE  My Commission Expires _____



ROSELLA F. HUNTER
MY COMMISSION # DD 130099
EXPIRES: July 1, 2008
Bonded Thru Budget Notary Services