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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
2-16-05

Date: 2-7-05

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

Re: LIGHTSPEED II, L.L.C.


Ladies/Gentlemen:

Enclosed please find the Articles of Organization, together with one copy of same and my check in the amount of \$125.00. Please file the Articles, issue, and return to me a certified copy of same, together with our charter.

Should you have any questions or which further information, please do not hesitate to contact me.

Thank you for your cooperation and assistance herein.

Yours Very Truly,


Thomas J. Lukashow
4230 MacTavish Street
Cocoa, Fl. 32927

Please send acknowledgments to:

Higginbotham Companies, Inc.
3935-L N. U.S. 1
Cocoa, Fl. 32926

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY
OF
LIGHTSPEED II, L.L.C.**

ARTICLE I - NAME

The name of the Limited Liability Company is: Lightspeed II, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:
4230 MacTavish Street, Cocoa, Fl. 32927.

ARTICLE III – EFFECTIVE

The effective date will be the day of filing of these articles with the Secretary of State of the State of Florida.

ARTICLE IV - DURATION

The period of duration for the Limited Liability Company shall be: thirty (30) years.

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is:

Managing Member

Lightspeed, L.L.C.
4230 MacTavish Street
Cocoa, Fl. 32927

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TALLAHASSEE, FLORIDA

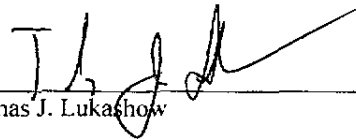
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 and the Florida street address of the registered agent is:

Thomas J. Lukashow
4230 MacTavish Street
Cocoa, Fl. 32927

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.



Thomas J. Lukashow

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TALLAHASSEE, FLORIDA


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: New members shall be admitted based on a majority vote of the then existing members.

ARTICLE VII – MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability 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 Limited Liability Company shall be: To maintain the viability and the integrity of the business operations, including, but not limited to, purchase and sales/marketing activities, collection of receivables, financial and legal affairs until a new majority of members is achieved.

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



Thomas J. Lukashow

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