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May 11, 2005

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Environmental Innovations, L.L.C.

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Amendment
Resignation of RA Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
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□ Other

REGISTRATION/QUALIFICATION
Foreign
Limited Liability
Reinstatement
Trademark
Other



ARTICLES OF ORGANIZATION OF ENVIRONMENTAL INNOVATIONS, L.L.C. (a Florida Limited Liability Company)

The undersigned certify that they have associated for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit.

ARTICLE I

(Name and Principal Place of Business)

The name of the limited liability company is ENVIRONMENTAL INNOVATIONS, L.L.C., and the mailing address and street address of its principal office is 4445 North Highway A-1-A, Vero Beach, Florida 32963.

ARTICLE II (Duration)

The limited liability company shall come into being upon the filing of the Articles of Organization with the Secretary of State, State of Florida, and shall have perpetual existence, unless earlier terminated by operation of law or as provided in these Articles or the Operating Agreement of the limited liability company.

ARTICLE III (Initial Registered Office and Registered Agent)

The mailing address of the initial registered office, and principal place of business, of the limited liability company is 4445 North Highway A-1-A, Vero Beach, Florida, 32963. The name of the company's initial registered agent at that address is Quincy P. Carvel, III.

ARTICLE IV (Membership Restrictions - Admissions)

Additional persons or entities may be admitted to the limited liability company as members upon the unanimous consent of the current members and on such terms and conditions as determined by the members and in accordance with these Articles and the Operating Agreement of the limited liability company.

ARTICLE V

(Right to Continue Business)

On the death, withdrawal, 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, the remaining members shall have the right to continue the business on the consent of a majority (or all) of the remaining members within ninety (90) days of the terminating or dissolving event.

ARTICLE VI (Management)

The limited liability company shall be managed by one manager. The name and address of the person who shall serve until the first annual meeting of members is as follows: Quincy P. Carvel, III, 4445 North Highway A-1-A, Vero Beach, Florida 32963.

IN WITNESS WHEREOF, the undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of ENVIRONMENTAL INNOVATIONS, L.L.C.

Executed by the undersigned this \cancel{D} day of May, 2005.

Mark Weibe

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA COUNTY OF INDIAN RIVER

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member ENVIRONMENTAL INNOVATIONS, L.L.C., deposes and says:

1. The limited liability company identified above has at least two members.

2. The total amount of cash contributed by the members is \$200.00, contributed in the following manner:

MEMBER	INITIAL CAPITAL CONTRIBUTION	PERCENTAGE INTEREST
Quincy Carvel	\$101.00	51%
Mark Weibel	\$99.00	49%

3. The total amount of cash or property anticipated to be contributed by the members in the future is \$0.00.

The foregoing instrument was acknowledged before me this 20° day of May, 2005, by Quincy P. Carvel, III, on behalf of ENVIRONMENTAL INNOVATIONS, L.L.C., a limited liability company. He is personally known to me or provided a driver's license as identification.

Notary Public State of Florida My Commission Expires:



STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA COUNTY OF INDIAN RIVER

In pursuance of Chapter 608.407(1)(d), of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is ENVIRONMENTAL INNOVATIONS, L.L.C.

The name of the registered agent for ENVIRONMENTAL INNOVATIONS, L.L.C., is Quincy Carvel, and the street address of the company's principal office where the agent is located is 4445 North Highway A-1-A, Vero Beach, Indian River County, Florida, 32963.

This statement is to acknowledge that, as indicated above, ENVIRONMENTAL INNOVATIONS, L.L.C., has appointed me, Quincy P. Carvel, III, as its Registered Agent to accept Service of Process for the company at the place designated above in this certificate. I accept this 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.

Quinck

MAY, D, 2005 Dated

The foregoing instrument was acknowledged before me this $\angle \bigcirc$ day of May, 2005, by Quincy P. Carvel, III, on behalf of ENVIRONMENTAL INNOVATIONS, L.L.C., a limited liability company. He is personally known to me or has produced his driver's license as identification.

Notary/Public State of Florida My Commission Expires:

