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BOWMAN GEORGE SCHEB TOALE

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Surgicam Technologies, LLC

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ARTICLES OF ORGANIZATION OF SURGICAM TECHNOLOGIES, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies:

ARTICLE I**Name and Principal Place of Business**

The name of the limited liability company shall be Surgicam Technologies, LLC, and its mailing address is and principal office shall be located at 1129 Edinburgh, Jamestown, NC 27282, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II**Purposes and Powers**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
2. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
3. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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4. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
5. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

ARTICLE III

Exercise of Powers

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the operating agreement of the limited liability company by a vote of the members of the limited liability company.

ARTICLE IV

Duration

This limited liability company shall have perpetual existence.

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ARTICLE V**Initial Registered Office and Registered Agent**


The address of the initial registered office of the limited liability company is 2750 Ringling Blvd., Suite 3, Sarasota, FL 34237, County of Sarasota, State of Florida, and the name of the company's initial registered agent at that address is David G. Bowman, Jr.

The undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Surgicam Technologies, LLC.

Executed by the undersigned on JANUARY 26, 2007.


Erich Brandt
Nelson Garcia**STATEMENT OF ACCEPTANCE AS REGISTERED AGENT
BY REGISTERED AGENT**

The undersigned, having a registered office located at 2750 Ringling Blvd., Suite 3, Sarasota, Florida 34237, hereby accepts appointment as registered agent of Surgicam Technologies, LLC and states that he is familiar with, and accepts the obligations of registered agent as provided in Chapter 608, Florida statutes.


David G. Bowman, Jr., Registered Agent

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