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Colorful Computers

425 North Waterway Drive • Satellite Beach, Florida 32937 • Voice: (407) 777-3753 Fax: (407) 777-1208

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

July 7, 1995

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-07/11/95 --01021--001
***285.00 ***285.00

To Whom It May Concern:

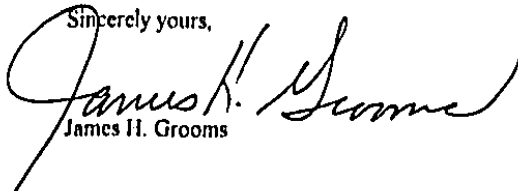
Enclosed is a check in the amount of \$285.00 to cover the Filing Fee for our Articles of Organization and Affidavit. It also covers the fee required for the Designation of a Registered Agent.

Documents enclosed are as follows:

- 1) Articles of Organization
- 2) Affidavit of Membership and Contributions
- 3) Designation of a Registered Agent

Thank you for your timely filing of the above instruments.

Sincerely yours,


James H. Grooms



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95 JUL 10 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 608.407, Florida Statutes, the following articles of Organization are set forth:

ARTICLE I-Name:

The name of this limited company is COLORFUL COMPUTERS, L.C.

ARTICLE II- Address:

The mailing and address of the initial registered office and the principal office of this corporation is 425 North Waterway Drive and the name of the initial registered agent of this corporation at that address is James H. Grooms.

ARTICLE III-Duration:

The period of duration of this Limited Liability Company shall be Perpetual.

ARTICLE IV-Management:

The Limited Liability Company is to be managed by managers and the names and addresses of such managers who are to serve as managers are:

<u>NAME</u>	<u>ADDRESS</u>
James H. Grooms	425 North Waterway Drive Satellite Beach, FL 32937
Alex Wolack	2065 North Devco Road Avon Park, FL 33825

ARTICLE V-Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be at the discretion of the remaining members and will be addressed at that time.

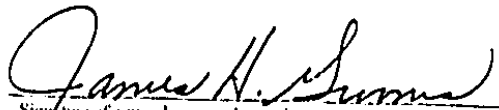
ARTICLE VI-Members Rights to Continue Business:

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 provided by the first right of refusal to purchase that member's interest in the company. A period of ninety days will be granted to raise the capital required to purchase this interest from the member's heirs. If death is the cause of the member's termination, capital for purchasing his or her interest will be acquired through Key Person Insurance. This insurance will be purchased by the company when gross annual sales reach one million dollars.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of COLORFUL COMPUTERS, L.C.
deposes and says

- 1) The above named Limited Liability Company has at least two members
- 2) The total amount of cash contributed by the members is \$ 3,650 00
- 3) If any, the agreed value of property other than cash contributed by members is \$ 0 00 A
description of the property is attached and made a part hereto
- 4) The total amount of cash or property anticipated to be contributed by members is \$ 3,650 00 This
total includes amounts from 2 and 3 above



Signature of a member or authorized representative of a member
(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.)

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.

FILED

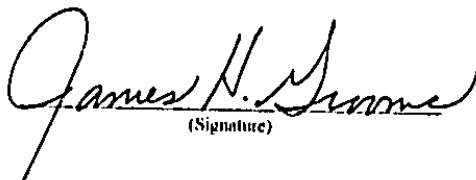
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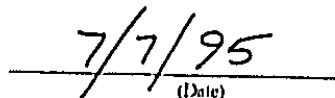
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is : COLORFUL COMPUTERS, L.C
2. The name and address of the registered agent and office is:

James H. Grooms
425 North Waterway Drive
Satellite Beach, FL 32937

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 agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and accept the obligations of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)


(Date)

FILING FEE: \$35 for Designation of Registered Agent