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ATI TECHNOLOGIES, INC.
26 SEA MARSH ROAD
AMELIA ISLAND, FL 32034
(904) 277-4406

March 14, 1997

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Fl 32399

100002114991--8
-03/17/97--01076--013
****346.25 ****346.25

Subject: Articles of Organization of GermStoppers Of America
L.C. and GermStopper Solutions, L.C.

Enclosed are an original and one copy of the Articles of Organization, Certificate of Designation of Registered Agent/Registered Office, and Affidavit of Membership and Contributions for each of the two above named Limited Liability Companies.

Also enclosed are two checks, each payable to the Florida Department of State and each in the amount of \$346.25, in payment of the filing fee for the Articles of Organization and Affidavit, Designation of Registered Agent, certificate of status, and certified copy for each of the two above named Limited Liability Companies.

Please return the certificates of status and certified copies to ATI Technologies, Inc. at the above address.

Truly yours,

William M. Todd

William M. Todd
President

07 MAR 17 1997
ag 3/24/97

ARTICLES OF ORGANIZATION
OF
GERMSTOPPERS OF AMERICA, L.C.

FILED
SECRETARY OF STATE
CLERK OF COURTS
97 MAR 17 PM 1:19

ARTICLE I - NAME

The name of the Limited Liability Company is GermStoppers Of America, L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 26 Sea Marsh Road, Amelia Island, Florida 32034.

ARTICLE III - DURATION

The period of duration of the Limited Liability Company is perpetual.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by its members. The names and addresses of the managing members are:

ATI Technologies, Inc.
26 Sea Marsh Road
Amelia Island, FL 32034

Thomas Painter II
1609 Whisperwood Trail
Stone Mountain, GA 30087

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

No person shall be admitted as a member unless each member consents in writing to the admission of the additional member.

ARTICLE VI - RIGHT OF THE REMAINING MEMBERS TO CONTINUE THE BUSINESS

The remaining members of the Limited Liability Company shall have the right 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.

This 14th day of March, 1997.

ATI Technologies, Inc.

By: William M. Todd, President

Signed: _____

ATI Technologies, Inc., Member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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The undersigned member or authorized representative of a member of _____
GermStoppers Of America, 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 member(s) is \$ 1000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ -
- 5) the total amounts of 2, 3 and 4 is \$ 1000.00

ATI Technologies, Inc.
By: William M. Todd, President
Member

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.)

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**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.

1. The name of the limited liability company is: _____

GerrStoppers Of America, L.C.

2. The name and address of the registered agent and office is:

William M. Todd
(NAME)

26 Sea Marsh Road
(P. O. Box NOT ACCEPTABLE)

Amelia Island, FL 32034

(CITY/STATE/ZIP) ATI Technologies, Inc.

Signed: By: William M Todd, President
ATI Technologies, Inc., Member

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.

William M Todd
(SIGNATURE)

3/14/97
(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent