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November 3, 1998

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

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Re: SOUTHEASTERN BUSINESS SOLUTIONS, L.L.C.

Dear Sir or Madam:

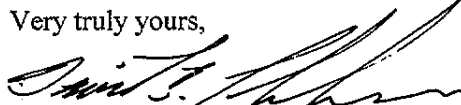
Enclosed are the following documents for the formation of SOUTHEASTERN BUSINESS SOLUTIONS, L.L.C. (the "Company"):

1. The original and one conformed copy of the Articles of Organization;
2. Affidavit of Membership and Contribution;
3. Certificate of Designation of Registered Agent/Registered Office; and
4. Check #1206 in the amount of Three Hundred, Thirty Seven Dollars and Fifty Cents (\$337.50) payable to the Secretary of State for the filing fee. This should cover the following expenses:
 - (a) \$250.00 - Fee for filing the original Articles of Organization of the Company;
 - (b) \$52.50 - Fee for receipt of one certified copy of the Articles of Organization of the Company; and
 - (c) \$35.00 - Fee for filing a Certificate of Designation of Registered Agent/Registered Office.

Please issue a certified Certificate of Organization, attach it to the conformed copy of the Articles of Organization and mail them to the undersigned. Please find enclosed a self addressed stamped envelope for your convenience.

Your cooperation in this matter is appreciated.

Very truly yours,


David I. Schulman
Attorney for the Company

DIS/nm
Enclosures
cc: Mr. Saju Samuel

L98-2607

Name	11-9
Availability	
Document Examiner	
Undated	
Undated Verifier	
Acknowledgment	
W. P. Verifier	

ARTICLES OF ORGANIZATION
OF
SOUTHEASTERN BUSINESS SOLUTIONS, L.L.C.

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of this limited liability company is Southeastern Business Solutions, L.L.C. ("Company").

2. Duration. The period of duration for the Company is perpetual.

3. Mailing Address and Street Address. The mailing and street address of the Company's principal office is 1800 Clover Circle, Melbourne, Florida 32935.

4. Registered Agent and Office. The name of the initial registered agent of the Company is Dennis G. Dahl. The street address of the initial registered agent of the company is 1800 Clover Circle, Melbourne, Florida 32935.

5. Additional Member. Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.

6. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

7. Management of the Company. The Company shall initially be managed by the following managers until the first annual meeting of the members or until their successors are elected and qualify:

Name and Address:

Wilma A. Dahl 1800 Clover Circle
 Melbourne, Florida 32935

Dennis G. Dahl 1800 Clover Circle
 Melbourne, Florida 32935

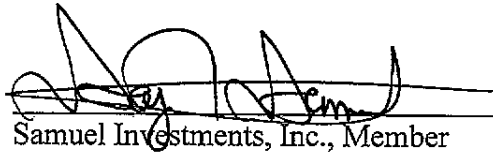
Thereafter, the Company shall be managed by the managers who shall be elected annually as provided in the regulations.

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TALLAHASSEE, FLORIDA

8. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

9. Date of Existence of the Company. The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

The undersigned, executed these Articles of Organization effective as of November 3rd, 1998.


Samuel Investments, Inc., Member

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Southeastern Business Solutions, L.L.C., deposes and says:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the members is Five Thousand and Twenty Dollars (\$5,020.00);
- 3) if any, the agreed value of property other than cash contributed by members is Zero (\$0); and
- 4) the total amount of cash or property anticipated to be contributed by members is Five Thousand and Twenty Dollars (\$5,020). This total includes amounts from 2 and 3 above.


Samuel Investments, Inc., 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, 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: Southeastern Business Solutions, L.L.C.
2. The name and address of the registered agent and office is:

Dennis G. Dahl 1800 Clover Circle
Melbourne, Florida 32935

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.

Dennis G. Dahl
(Signature)

Oct. 29, 1998
(Date)

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