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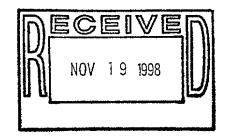


FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 18, 1998

ATTORNEY'S TITLE

SUBJECT: FEI MITBANK L.L.C. Ref. Number: W98000025969



We have received your document for FEI MITBANK L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges Document Specialist

Letter Number: 498A00055399

ARTICLES OF ORGANIZATION FOR FEI MITBANK, L.L.C.

ARTICLE I - Name

The name of the Limited Liability Company is FEI MITBANK, L.L.C.

ARTICLE II - Addresses

+ Principal
The mailing address of the Limited Liability Company is:

18505 Paulson Drive, Building B Port Charlotte, Florida 33948

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

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

Donald H. Ross 18505 Paulson Drive, Building B Port Charlotte, Florida 33948

Charles L. Kocur 18505 Paulson Drive, Building B Port Charlotte, Florida 33948

Andrew J. Dodd 18505 Paulson Drive, Building B Port Charlotte, Florida 33948

ARTICLE V - Admission of Additional Members

No member shall have the right to admit additional members without the consent of a majority in interest of the other members.

SECRETARY OF STATE DIVISION OF CARPORATION

ARTICLE VI - Members Rights to Continue 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 as provided in the Regulations.

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of FEI MITBANK, L.L.C. certifies:

- The above named Limited Liability Company has at least one member. 1)
- 30,000.00; The total amount of cash contributed by the member(s) is: 2)
- If any, the agreed value of property other than cash contributed by 3) 0.00: member(s) is: (A description of the property is attached and made a part hereto.)
- The total amount of cash or property contributed and anticipated to be 4) \$ 30,000.00. contributed by member(s) is:

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.)

Typed or printed name of signee

FILING FEE: \$250 for Articles of Organization and Affidavit

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 TO DESIGNATING A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

FEI MITBANK, L.L.C.

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

Jack O. Hackett II Farr Law Firm 115 W. Olympia Avenue Punta Gorda, Florida 33950

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.

Jack O. Hackett II

FILING FEE: \$35 for Designation of Registered Agent