

O&R Digital LLC

6220 NW 173rd Street
Apartment # 732
Miami FL 33015

L98000003109

November 25, 1998

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Ladies and Gentlemen:

We respectfully submit our Articles of Organization and Affidavit in order to form a Limited Liability Company in the state of Florida. The Company's members and daytime telephone numbers are provided on the lines that follow.

Bryan K. O'Neill
6220 NW 173rd Street
Apartment # 732
Miami, FL 33015
Ph. #: 305 789-4302

Guillermo Ricart
143 Robinson Ln

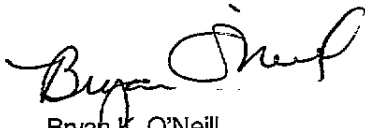
Santa Cruz, CA 95060
Ph. #: 408 743-6772

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Please do not hesitate to contact us should any questions arise in connection to this matter.

Sincerely,



Bryan K. O'Neill
President



Guillermo Ricart
Chief Engineer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

O&R DIGITAL L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

6220 NW 173rd St
Apt. #732
MIAMI FL 33015

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

PERPETUAL.

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

BRYANK O'NEILL
6220 NW 173rd St
Apt. #732
MIAMI FL 33015

GUILLERMO RICART
143 Robinson Ln
SANTA CRUZ CA 95060

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

ADDITIONAL MEMBERS SHALL BE ADMITTED IF AND ONLY IF
ALL CURRENT MEMBERS AGREE TO THE ADDITION OF
MEMBERS.

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TALLAHASSEE, FLORIDA

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:

UPON THE RETIREMENT, RESIGNATION, OR DISSOLUTION OF A MEMBER, THE REMAINING MEMBERS SHALL BE ALLOWED TO CONTINUE THE BUSINESS ACTIVITIES OF THE LIMITED LIABILITY COMPANY.

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of D&R DIGITAL LLC. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 15,366.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00 ;
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 0.00 / 15,366.00



Signature of a member or an 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.)

GUILLERMO RICART

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

Filing Fee: \$250.00 for Articles 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 DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

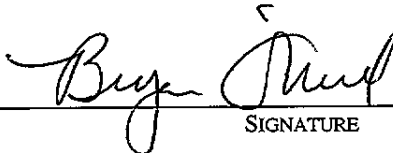
1. The name of the limited liability company is: D&R DIGITAL L.L.C.

2. The name and the Florida street address of the registered agent are:

BRYAN O'NEILL
NAME
6220 NW 173rd St
Apt. # 732
Florida street address (P. O. Box NOT ACCEPTABLE)
MIAMI FL 33015
CITY, STATE AND ZIP

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TALLAHASSEE, FLORIDA

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.


SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent