

FROM HOLLAND & KNIGHT T MPA

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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Submitted 6/2/99, Resubmitted

Please give 6/2/99
LIMITED LIABILITY COMPANY filing
Jabil MPC, LLC Date.

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FROM HOLLAND & KNIGHT TAMPA

(WED) 6. 2'99 16:18/ST. 16:11/NO. 4261068124 P 2



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 2, 1999

CHESTER E. BACHELLER, ESQ.
400 N. AHSLEY ST., SUITE 2300
TAMPA, FL 33602

SUBJECT: JABIL MPC, LLC
REF: W99000012805

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6025.

Cathy Mitchell
Corporate Specialist

FAX Aud. #: H99000013158
Letter Number: 399A00030024

ARTICLES OF ORGANIZATION

The undersigned being a duly authorized representative of a Member and acting as organizer of a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (the "Act") does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the Limited Liability Company shall be Jabil MPC, LLC

ARTICLE II. DURATION

The period of the Company's duration shall commence on the date of filing of these Articles of Organization and shall exist perpetually, unless terminated (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member.

ARTICLE III. PURPOSE

The Company is organized to (a) engage in any activity or business permitted under the laws of the United States and the State of Florida (b) accomplish any other lawful business whatsoever which shall at any time appear conducive to or expedient for the protection or benefit of the Company and its property, (c) exercise all other powers necessary to or reasonably connected with the Company's business which may be legally exercised by limited liability companies under the Act or under the laws of any jurisdiction in which the Company may conduct its business and (d) engage in all activities and to do any and all things necessary, convenient, or incidental to that purpose.

ARTICLE IV. ADDRESS OF PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company shall be:

10800 Roosevelt Boulevard
St. Petersburg, Florida 33716

Chester E. Bacheller, Esq.
400 N. Ashley Street, Suite 2300
Tampa, FL 33602
(813) 227-8500
Bar #503241

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ARTICLE V. REGISTERED AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is:

Intrastate Registered Agent Corporation
701 Brickell Ave., Suite 3000
Miami, Florida 33131

A written statement as prescribed by the Florida Department of State pursuant to Section 608.407(1)(d), Florida Statutes, is attached to these Articles of Organization.

ARTICLE VI. ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of all Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

ARTICLE VII. MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by the Member. The name and address of the managing Manager is as follows:

Jabil Circuit, Inc.
10080 Roosevelt Boulevard
St. Petersburg, Florida 33716

ARTICLE VIII. AMENDMENT OF REGULATIONS

The power to adopt, alter, amend, or repeal Regulations of the Company shall be vested in the Members of the Company.

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ARTICLE IX. AFFIDAVIT

Attached to these Articles of Organization is the Affidavit required by Section 608.407(2) Florida Statutes.

IN WITNESS WHEREOF, the undersigned, as authorized representative of a Member, has executed these Articles of Organization on this 2nd day of JUNE 1999.

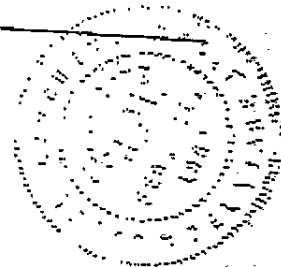
Jabil Circuit, Inc., a Delaware corporation

By: [Signature]

Name: F. J. ALEXANDER

Title: TREASURER

(Corporate Seal)



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, or other more applicable
statute, the following is submitted:

That Jabil MPC, LLC, desiring to organize under the laws of the State of
Florida with its initial registered office, as indicated in the Articles of
Organization, at 10800 Roosevelt Boulevard, City of St. Petersburg, County of
Pinellas, State of Florida 33716, has named Intrastate Registered Agent
Corporation located at 701 Brickell Avenue, Suite 3000, City of Miami, County of
Dade, State of Florida 33131, as its agent to accept service of process within this
state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the limited liability
company named above, at the place designated in this certificate, I agree to act in
that capacity, to comply with the provisions of the Florida Limited Liability
Company Act, and am familiar with, and accept, the obligations of that position.

Intrastate Registered Agent
Corporation

Dated: 6-2-99

By: [Signature]
Name: Chester E. Bachelier
Title: Vice President

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AFFIDAVIT

STATE OF FLORIDA

COUNTY OF PINELLAS

F.I.S. ALEXANDER, as TREASURER of Jabil Circuit, Inc., a Delaware corporation being first duly sworn, deposes and says:

1. That he is a duly authorized representative of a Member of Jabil MPC, LLC, a Florida limited liability company (the "Company");

2. That the Company has at least one Member;

3. That the Member of the Company has contributed cash in an amount equal to \$1,000.00 and the property described on Exhibit A hereto valued at \$21,426.97 to the capital of the Company; and

4. That the Member of the Company is expected to contribute no additional capital to the Company.

And further affiant sayeth not.

F.I.S. Alexander
Print Name: F.I.S. ALEXANDER

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The foregoing instrument was sworn to and subscribed before me this 2nd day of JUNE, 1999, by F.I.S. Alexander who is personally known to me ~~or has produced~~ as identification, and who did take an oath.



Kathryn M. McLaughlin
My Commission C0688182
Expires November 23, 2001

Kathryn M. McLaughlin
Printed/Typed Name: Kathryn M. McLaughlin
Notary Public-State of Florida
Commission Number: cc698192

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EXHIBIT A

Property and equipment set forth below:

QTY	PART NUMBER	DESCRIPTION	VALUE
1	TQ-FOI-1	Fiber Optic Illuminator	\$ 221.40
1	TQ-AN-1	Annular Ringlight	\$ 236.16
1	TQ-AN-5	Adapter	\$ 28.20
1	SMS-16A	Boomstand	\$ 353.96
1	13445643	E-Arm	\$ 177.12
1	13410104	Powerpod GZ-4	\$ 585.48
2	31-15-81-02	10X Eyepieces	\$ 316.52
1	58mm	Haze Filter	\$ 19.00
1	406-827	Tektronix TDS620B Oscilloscope	\$ 8,425.00
2	401-965	Tektronix P6243 Active Probe	\$ 790.00
1	407-186	Fluke Mod 79 DMM w/ Cal Cert	\$ 239.00
1	408-718	B&K 875B LCR Meter	\$ 189.00
1	408-713	Xcelite XP1 Cordless Screwdriver	\$ 117.80
1	408-714	Xcelite XP1B Extra Battery Pack	\$ 34.50
2	406-016	Metcal MX500S-11 Soldering Station	\$ 1,300.00
1	403-219	Luxo 17845 Magnifier Light	\$ 358.90
1	117-566	Comp/Periph Service (Tool) Kit	\$ 282.00
1	T52832	Dell Optiplex G1+	\$ 1,478.22
1		Fortress Mfg. HMV Fixture	\$ 1,362.75
1	N53158	Dell Latitude Cpi, Dock	\$ 3,911.96
		Miscellaneous Software ((2) MS Windows NT, Visio Technical, Office 97)	\$ 1,000.00
		Total	<u>\$21,426.97</u>

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