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LEE MILICH, P.A.
ATTORNEY AT LAW
100 WEST CYPRESS CREEK ROAD
SUITE 935, TRADE CENTRE SOUTH
FT. LAUDERDALE, FLORIDA 33309
(954) 771-0211
FAX (954) 771-1128

June 25, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-06/28/99--01102--018
***337.50 ***337.50


RE: IntelSys Technologica, LLC

Dear Sir or Madam:

Enclosed, in duplicate, are Articles of Organization for the above-captioned new limited liability corporation, together with our check in the sum of \$337.50 for filing fees.

Please return a certified copy of the Articles to the undersigned as soon as possible.

Very truly yours,



LEE MILICH *lr*

LM/lr
encl.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION
OF
IntelSys Technologica, LLC

ARTICLE I
NAME

The name of this limited liability company shall be:

IntelSys Technologica, LLC

ARTICLE II
DURATION

This company shall commence its existence on the date of execution and acknowledgement of these Articles of Organization, and shall exist for a period of twenty-nine (29) years.

ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and street address of the principal office of the company is 213 Kings Lynn, Delray Beach, FL 33444.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the company's initial registered agent is R. J. Chaimowicz, 213 Kings Lynn, Delray Beach, FL 33444.

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

The company shall have the right to admit additional members upon a vote of the majority of the members.

ARTICLE VI
TERMINATION

Upon the death, retirement, resignation or incapacity of R. J. Chaimowicz, the company shall be terminated.

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ARTICLE VII
MANAGING MEMBERS

The management of the company shall be vested in its members in proportion to their contributions to the capital of the company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members pursuant to §608.422, Fla. Stats. The managing member and its address is: R. J. Chaimowicz, 213 Kings Lynn, Delray Beach, FL 33444. Members' interests in the company shall be evidenced by a limited liability membership certificate according to the provisions herein.

ARTICLE VIII
INDEMNIFICATION

The company shall indemnify R. J. Chaimowicz with respect to any acts committed by him on behalf of the company as provided in §608.4363, Fla. Stats.

ARTICLE IX
POWERS

The company shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, the power to:

- 1) Sue or be sued, or complain or defend, in its name.
- 2) Purchase, take, receive, lease, subscribe for, or otherwise acquire, own, hold, improve, vote, use, or otherwise deal in or with real or personal property, or an interest in real or personal property or any legal or equitable property, wherever located.
- 3) Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, lend, or otherwise dispose of, all or any part of its property or assets.
- 4) Make contracts or guarantees, or incur liabilities;

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borrow money; issue its notes, bonds, or other obligations; secure any of its obligations by mortgage or pledge of all or any part of its property, franchises, and income; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting company; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting company; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting company.

5. Lend money, invest or reinvest its funds, or receive and hold real or personal property as security for repayment.

6. Conduct its business, locate offices, and exercise the powers granted by Chapter 608, Fla. Stats., within or without this state.

7. Elect or appoint managers and agents of the limited liability company, define their duties, fix their compensation, and lend them money and credit.

8. Make and amend its regulations, not inconsistent with the articles of organization or with the laws of Florida for the administration and regulation of the affairs of the company.

9. Make donations to the public welfare or for charitable, scientific, or educational purposes.

10. Indemnify a member or manager or any other person as provided in Chapter 608, Fla. Stats., against expenses actually and reasonably incurred by him or it in connection with the defense of an action, suit, or proceeding, whether civil or criminal, in which he or it is made a party.

11. Cease its activities and surrender its certificate of organization.

12. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the company is organized.

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13. Transact any business that will aid governmental policy.

14. Pay pensions and establish pension plans, pension trusts, profit-sharing plans, and other incentive plans for any or all of its managers and employees.

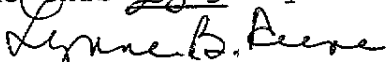
15. Be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, limited partnership, limited liability company, joint venture, trust, or other entity.

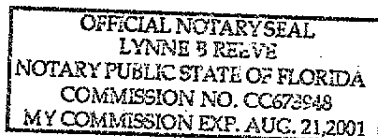
16. Make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 23rd day of June, 1999.


R. J. Chaimowicz, Managing Member

Sworn to and subscribed before me this 23rd day of June, 1999.


NOTARY PUBLIC, State of Florida
My commission expires:

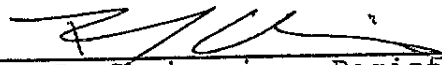


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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in Article IV of these Articles of Organization, the undersigned hereby agrees to act in this capacity, states that he is familiar with and accepts the obligations of that position, and agrees to comply with the complete discharge of his duties.

Dated this 23rd day of June, 1999.



R. J. Chaimowicz, Registered Agent

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AFFIDAVIT

STATE OF FLORIDA)
 SS
COUNTY OF PALM BEACH)

THIS DAY personally appeared before me, R. J. Chaimowicz, who being personally known to me and who did take an oath, deposes and says:

1. I am managing member of IntelSys Technologica, LLC, a Florida limited liability company (the "Company"), the articles of organization of which are filed with the Florida Secretary of State simultaneously with this Affidavit. I make this Affidavit, pursuant to §608.407(2), Fla. Stats.

2. The Company has at least one member.

3. The total amount of cash contributed by the members is \$ 50,000.

4. No property other than cash has been contributed,

5. The total amount of cash and property contributed and anticipated to be contributed by members is \$ 150,000.

FURTHER AFFIANT SAYETH NOT.

Sworn to and subscribed before
me this 23rd day of June, 1999.

[Signature]
Notary Public, State of Florida
Printed Name:
My commission expires:

[Signature]
R. J. Chaimowicz

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