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JOHN M. KELLER, P.A.

October 5, 1999.

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
OCT 18 PM 5:00
SECRETARY OF STATE

RE: Articles of Incorporation for Wirevision Engineering Services, L.L.C.

Dear Sir/Madam:

000003017510-3
-10/18/99--01122--008
***285.00 ***155.00

Enclosed please find for filing original Articles of Organization for Wirevision Engineering Services, L.L.C. Also enclosed is a check in the amount of \$285.00 for the filing fee and designation of registered agent. Please forward a letter of acknowledgment of receipt to my attention at your earliest convenience.

125.00

If you have any questions, please feel free to contact me.

Sincerely,

MERRITT & KELLER

D-3 M
Daniel B. Merritt, Jr., Esq.

per Daniel

L99-7015

Name	DB Merritt
Availability	10/18/99
Document	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	

ARTICLES OF ORGANIZATION
FOR
WIREVISION ENGINEERING SERVICES, L.L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company pursuant to chapter 608, Florida Statutes, commonly known as the "Florida Limited Liability Company Act", adopt(s) the following Articles of Organization:

ARTICLE I - NAME

Section 1.1 **Designation.** The Limited Liability Company shall be for profit and its name shall be:

WIREVISION ENGINEERING SERVICES, L.L.C.

and said name shall be so registered with the Florida Department of State, Division of Corporations.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

Section 2.1 **Place of Business.** The principal place of business of the Limited Liability Company shall be located at 8901 Geranium Lane, Zephyrhills, FL 33539, or at such other place as may from time-to-time be specified by the members.

Section 2.2 **Mailing Address.** The mailing address of the Limited Liability Company shall be P.O. Box 0733, Zephyrhills, FL 33539, or as from time-to-time specified by the members.

ARTICLE III - DURATION

Section 3.1 **Perpetual Existence.** The Limited Liability Company shall have perpetual existence until dissolved by the laws of the State of Florida or the members, said perpetual existence to commence upon the filing of these Articles of Organization with the Florida Department of State, Division of Corporations.

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93 OCT 18 PM 5:09
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TALLAHASSEE, FLORIDA

ARTICLE IV - PURPOSE

Section 4.1 Purposes. This Limited Liability Company is organized for the purpose of utility mapping and engineering and for the preparation, marketing, and sale of such information to utility companies and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purpose, and to do all other things incidental to them or connected with them that are not forbidden by the Florida limited liability company laws or by other law, or by these articles of organization, and to carry out the said purpose in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that this purpose is not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE V - LIMITED LIABILITY COMPANY POWERS

Section 5.1 Powers. The Limited Liability Company shall have all the powers set forth in Chapter 608, Florida Statutes, entitled the "The Florida Limited Liability Company Act", as more specifically set forth in Section 608.404, Florida Statutes, as in effect from time-to-time, and such other powers as allowed by law.

ARTICLE VI - MANAGEMENT

Section 6.1 Management. The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are as follows:

Paul Squirek
1811 N. Broad St.
Brooksville, FL 34601

Matt Zehr
P.O. Box 178
Zephyrhills, FL 33539

James E. Brown
P.O. Box 0733
Zephyrhills, FL 33539

ARTICLE VII - PROFITS AND LOSSES

Section 7.1 Profits and Losses. Profits, fees, and distributions of the Limited Liability Company shall be divided as may from time to time be agreed by the members and/or as set forth in a member operating agreement. Each of the individual members has the ability to earn profits, fees, and distributions on their own in the business of the Limited Liability Company. Therefore, initially, the individual members shall retain separately for themselves such profits, fees, and distributions as they may earn from their respective individual efforts, apart from the efforts of the other members. Profits and fees from work performed by individuals hired by the members as employees of the Limited Liability Company shall be divided equally between the members. Losses of the Limited Liability Company shall be shared equally by the members unless otherwise agreed by the members.

ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

Section 8.1 Admission of Additional Members. The members shall have the right to admit additional members to the Limited Liability Corporation upon unanimous vote and written consent of the members upon such terms and conditions as are acceptable to the members, also upon unanimous vote and written consent of the members.

ARTICLE IX - TRANSFERABILITY OF MEMBER'S INTEREST

Section 9.1 Transferability. A member's interest in the Limited Liability Company shall not be freely transferable and shall be transferable only upon written consent of a majority of the non-transferring members.

ARTICLE X - MEMBERS' RIGHTS TO CONTINUE BUSINESS

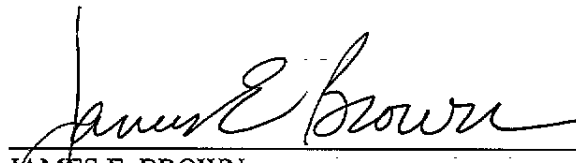
Section 10.1 Members' Rights to Continue Business. The remaining members of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the terms and conditions of which as may be agreed by the remaining members with the withdrawing member or his estate, all as may be set forth and agreed by the members in any member operating agreement entered into by the members.

ARTICLE XI - AMENDMENT

Section 11.1 Procedure. The Limited Liability Company reserves the right, in accordance with the laws of the State of Florida governing Limited Liability Companies, to amend, alter, modify, or repeal any provision or provisions contained in these Articles of Organization, or any amendment thereto, and any rights conferred upon members is subject to this reservation.

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09 OCT 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the above-named member has hereunto subscribed his name this 5th
day of October, 1999.



JAMES E. BROWN

(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.)

FILED

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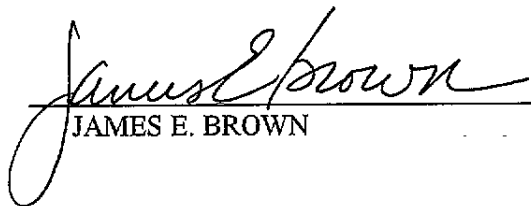
SECRETARY OF STATE

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 "Wirevision Engineering Services, L.L.C."
2. The name and address of the Florida street address of the registered agent is JAMES E. BROWN, 8901 Geranium Lane, Zephyrhills, FL 33539..


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.


JAMES E. BROWN

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, on the 5th day of October, 1999, in the County and State aforementioned, personally appeared JAMES E. BROWN, the person, who, first being by me duly sworn, deposed and said upon his oath that he is the person described in and who executed the foregoing **ARTICLES OF ORGANIZATION**, that he executed same for the purposes therein stated, and that his statements therein contained are accurate, true and correct; said person is either personally known to me or produced identification satisfactory to me (if Affiant produced identification, same is described as follows: FL DL # B650-445-54-216-0).

My Commission Expires:


(Printed Name)
NOTARY PUBLIC, State of Florida



Daniel B Merritt Jr
My Commission CG679845
Expires September 11, 2001

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