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December 14, 1999

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Secretary of State
Divisions of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Knebl Technologies, LLC

Dear Sir/Madame :

Enclosed please find our check in the amount of \$125.00 in addition to one signed original and copy of the Articles of Organization of the above limited liability company. Please file these Articles at your earliest opportunity and return a copy to me along with the usual confirmation of filing. Also enclosed is the Certificate of Designation of Registered Agent.

Thank you for your assistance in this matter.

Yours truly,


Karen E. Seiberlich

Enclosures

52

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99 DEC 15 PM 3:09
Tallahassee, Florida

**ARTICLES OF ORGANIZATION OF
KNEBL TECHNOLOGIES, LLC**

LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: **Knebl Technologies, LLC**

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 988 Boulevard of the Arts, #215, Sarasota, Florida 34236

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 name and address of the managing member is: Leslie F. Knebl, 988 Boulevard of the Arts, #215, Sarasota, Florida 34236

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: no person may be admitted as a member of the Limited Liability Company unless each member consents in writing to the admission of the additional member.

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: the business of the Limited Liability Company

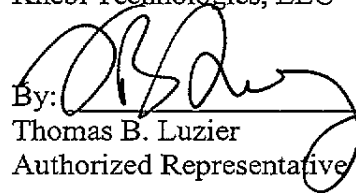
may be continued in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, *only if* the remaining members vote unanimously to continue the Limited Liability Company's business.

ARTICLE VII — Regulations:

Any Regulations (as defined in Section § 608.402(13) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the Members.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 10th day of December, 1999.

Knebl Technologies, LLC

By: 
Thomas B. Luzier
Authorized Representative

FILED
03 DEC 15 PM 2:09
TALLAHASSEE, FLORIDA

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.**

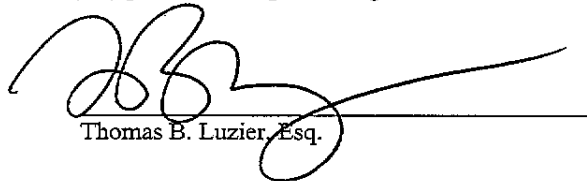
1. The name of the Limited Liability Company is:

Knebl Technologies, LLC

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

Thomas B. Luzier, Esq.
Law Offices of Jefferson F. Riddell, P.A.
3400 S. Tamiami Trail
Sarasota, Florida 34239
(941)366-1300

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.



Thomas B. Luzier, Esq.

Filing Fee: \$35 for Designation of Registered Agent

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TALLAHASSEE, FLORIDA