

COMPANY RECORD OF PROJECT ARCHIMEDES LLC,



Minutes of Meeting

Date: 29, May 2010

Location: Company Office

Project Archimedes LLC, a Florida Limited Liability Company of State of Florida, as assigned document number L10000048847 and EIN number of 27-2539293



PROJECT ARCHIMEDES LLC,

Where Scientific Theory Becomes Reality

509 SW 17th Street, Fort Lauderdale, Florida – 33315
Richard Peacock at (954) 599-8607 or Email: rbp65@hotmail.com

COMPANY PROCLAMATION TO ORGANIZATION

AUTHORITY

On this 29th Day of March 2010 at address and contact above, the managing member Richard B. Peacock II, has set forth the company charter of organization and operation for all current and future membership of Project Archimedes LLC, a Florida limited liability company officially registered on May 6th, 2010 docket number L10000048847, at the Florida Department of State – Division of Corporations. Whereas no current membership has been issued to other than the managing member, and exercising full authority to establish said charter the record is herein established this date.

ADOPTION OF ARTICLES OF ORGANIZATION:

The company herein adopts as record and condition the Articles of Organization of Project Archimedes LLC, and herein includes this proclamation as extension thereto.

AUTHORIZATION OF SERIES A- COMMON MEMBERSHIP SHARES

The company shall establish for purposes of investment, and share holding of company ownership as certificates of Membership a total authorized number of share units equal to (1,000,000) One Million share units with no minimum value and equal to 100 % ownership of the company. Said issue shall be Series A Preferred Common Membership Shares/Units and registration of such issued share units shall be submitted to advise Florida State Division of Corporations once public placement subscription is released for investment under Legally Exempt Private Securities Offering under Regulation D, Rule 506.

AUTHORIZED MEMBERSHIP CONVERTIBLE CERTIFICATES

The company shall be authorized to issue in place of Series A Preferred Common Membership Share/Units to non-public invested members Certificate of Membership Share based on a total number of 100,000 which shall represent 100 % ownership interest in Project Archimedes LLC,

Such issuance of Certificates shall be surrendered to company and managing member for equal membership shares upon issuance of Series A- Preferred Common Membership Shares/Units. Conversion rate shall be (10X) Ten times the Certificate Units.

The company Managing Member shall hold a total number of 60,000 Certificate Unit Shares under the dispersal and issuance by the Managing Member, Richard B. Peacock II, at his sole discretion.

The remaining 40,000 Certificate Units Shall be held for conversion only, and not issued until Series A-Preferred Common Membership Shares are authorized for purpose of common ownership interest.

RESTRICTION OF ISSUANCE

The managing Member, Richard B. Peacock II, has from inception of company and future operations made allowance for, and holds, such interest which protect key assets and personnel of the company. In accordance with this requirement, the managing member has established a maximum number of issues to be offered in any funding consideration and not subject to any vote of public or private issuance. Said dispersal is allocated based on original membership certificate issue.

A: Managing Member Richard B. Peacock II (40,000) Membership Certificate Share Units.

B. Partnerships/ Co-Owners – (15,000) Membership Certificate Share Units.

C. Employee Award – (5,000) Membership Certificate Share Units

D. Public Offering _ (40,000) Membership Certificate Share Units

ASSIGNMENT OF MEMBERSHIP INTEREST:

Unless otherwise declared by owner member of certificates or shares within the company, such voting rights shall be assigned to the Managing Member or President of the company for call votes or membership intent. Such voting notification for changes in membership structure, financial interest conversions, sale or merger of company, or issuance of new stock offerings. Membership wishing to exercise their voting interest may do so, but may not represent other membership votes which shall default to only the Managing Member or President of the company.

NAMED SUCESSOR TO CURRENT MANAGING MEMBER

The Managing Member Richard B. Peacock II, does herein name Christopher P. Musica (President) and successor of board of governance with all authority and voting share interest unclaimed or appointed by membership.

AUTHORIZATION TO APPOINT EXECUTIVE OFFICERS

The company Managing Member or his/her appointed President shall be authorized to appoint and enter into employment contract outside established protocols for company employees the following Executive Officers.

A: Chief Executive Officer – (CEO)

B. Chief Operations Officer (COO)

C. Chief Financial Officer (CFO)

D. Executive Director Research –(EDR)

E. Special Project Director – (SPD)

F. Regional Presidents – (RP)

G. Executive Marketing Chief (EMC)

AUTHORIZATION TO ORDER POLICY MANUALS

The Managing Member does herein authorize and direct the appointed executive officers of the company to establish and maintain lawful, compliant and detailed policy manuals for all operations of the company.

AUTHORIZATION TO ASSEMBLE BOARD OF DIRECTORS

The Managing Member herein authorizes the right to assemble a board of directors, advisors or special boards to administer, assist or benefit company operations and growth.

AUTHORIZATION TO BUY/ SELL/ ENGAGE COMPANY ASSET

The Managing Member does herein authorize the executive officers, guided by established policy to buy, sell or otherwise engage company assets for the betterment of the company.

ITEMS FOR MEMBERSHIP APPROVAL ONLY:

Under company authorized structure certain actions require approval by the company membership Managing Member or President, by executive officers appointed to the company. Such approvals shall be where:

- New or Existing Financial Accounts are to be dissolved, established, joined
- Financial Loans involving issues greater than \$1,000,000 USD
- Signature authority to company financial accounts
- Issuance of new stock offerings, sale, merger, acquisition of another company.
- Appointment of new executive positions or replacement of existing executive vacancy
- Trademark or Company Logo application is made

COMPANY MEMBERSHIP COUNCIL APPOINTMENTS

The company shall maintain for organizational purpose and functionality of ownership oversight, a "Membership Council" for administrative function: Appointment to said council will be made by the Managing Member and shall consist of the following membership interest for a period of (1) one calendar year from appointment.

- Managing Member
- President
- Treasurer
- Secretary

This Document herein becomes official company record on this 29th Day of May, 2010 and is ordered into company minutes of meeting for archive.

Managing Member/Richard B. Peacock

A handwritten signature in black ink, appearing to read 'Richard B. Peacock', is written over a horizontal line.