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Division of Corporations

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**To:**

**Division of Corporations**

**Fax Number : (850) 922-4003**

**From:**

**Account Name : MCGUIRE, WOODS, BATTLE & BOOTHE LLP**

**Account Number : 071075000166**

**Phone : (904) 798-3200**

**Fax Number : (904) 798-3207**

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**LIMITED LIABILITY COMPANY**

**Veranda III Partners, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION  
OF  
VERANDA III PARTNERS, LLC,  
A LIMITED LIABILITY COMPANY**

\* \* \*

**ARTICLE I  
NAME**

The name of this limited liability company is Veranda III Partners, LLC, referred to in these Articles of Organization as the Company.

**ARTICLE II  
DURATION**

Unless dissolved earlier, the Company's duration shall be perpetual.

**ARTICLE III  
PRINCIPAL OFFICE**

The address of the principal office of the Company is 818 North A1A, Suite 300, Ponte Vedra Beach, Florida 32082.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The initial registered office of the Company is c/o McGuire Woods Battle & Boothe, LLP, 50 Laura Street, 3300 Barnett Center, Ponte Vedra Beach, Florida 32202, and its initial registered agent is RAX CO.

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**ARTICLE V  
PURPOSE AND POWERS**

The Company is organized with a general business purpose, has all powers provided by law and may use those powers to any lawful purpose.

**ARTICLE VI  
MANAGEMENT**

The Company shall be managed by members whose names and addresses are as follows:

Donis P. Horne	818 North A1A, Suite 300 Ponte Vedra Beach, FL 32082
Elliott S. Horne	818 North A1A, Suite 300 Ponte Vedra Beach, FL 32082

**ARTICLE VII  
ADMISSION OF NEW MEMBERS**

The right of the members to admit additional members and the terms and conditions of the admissions shall be: By a 51% majority vote of the existing members of the Company.

**ARTICLE VIII  
CONTINUATION OF BUSINESS**

The right of the remaining Members of the Company to continue its business 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 Company shall be: By a 51% majority vote of the remaining and existing members of the Company.

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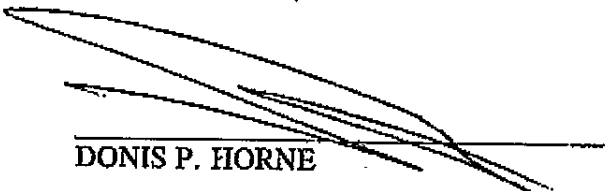
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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, the following is submitted:

VERANDA III PARTNERS, LLC, desiring to organize or qualify under the laws of the State of Florida, hereby designates RAX CO. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be c/o McGuire Woods Battle & Boothe, LLP, 50 North Laura Street, 3300 Barnett Center, Jacksonville, FL 32202.

DATED this 12<sup>th</sup> day of March, 2001.

  
DONIS P. HORNE

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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.

DATED this 12<sup>th</sup> day of March, 2001.

RAX CO., a Florida Corporation

By:   
Halycon E. Skinner, President

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