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ACCOUNT NO. : 072100000032

REFERENCE : 702828 7205268

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 13, 2002

ORDER TIME : 10:09 AM

ORDER NO. : 702828-010

CUSTOMER NO: 7205268

CUSTOMER: Ms. Sarah Lindberg  
Meadowbrook Group, Inc.

8390 Championsgate Blvd.  
Suite 200  
Champions Gate, FL 33896

700007111877--5  
-08/14/02--01058--020  
\*\*\*\*160.00 \*\*\*\*160.00

DOMESTIC FILING

NAME: MBGCO, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

RECEIVED  
 02 AUG 14 AM 11:44  
 DIVISION OF CORPORATION  
 FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 02 AUG 14 PM 2:16

*Handwritten initials*

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is: MBGCO, LLC

## ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

8390 Champions Gate Blvd, Ste 200, Champions Gate, FL 33896.

## ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Corporation Service Company  
Name

1201 Hays Street  
Florida street address (P.O. Box NOT acceptable)

Tallahassee FL 32301  
City, State, and Zip

*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 as provided for in Chapter 608, F.S.*

Corporation Service Company

By: Lana R. D...  
Registered Agent's Signature

## Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Calvin C. Sellers, III  
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Calvin C. Sellers, III  
Typed or printed name of signee

### Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

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LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Company ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of MBGCO, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 5<sup>th</sup> day of August, 2002.

Calvin C. Sellers, III  
Signature

Calvin C. Sellers, III  
Print Name of Signer

WITNESS:

Elizabeth A. Alonzo  
Signature

Elizabeth A. Alonzo  
Print Name of Witness

WITNESS:

Sarah M. Lindberg  
Signature

Sarah M. Lindberg  
Print Name of Witness

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