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(MO) 1.10.00 16:11/ST.16.11 426029 10 P.1

(FRI) JAN 7 2000 14:31  
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Division of Corporations

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Client: 8016-4  
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Account Name : HILL, WARD & HENDERSON, P.A. II  
Account Number : 072100000520  
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FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

EVEREST PARTNERS, LLC

AL1

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charges	\$1.30.00

FROM HILL, WARD, HENDERSON, P.A.

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**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**  
Secretary of State

January 7, 2000

HILL, WARD & HENDERSON, P.A. II

SUBJECT: EVEREST PARTNERS, LLC  
REF: W00000000623

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A limited liability company must be managed by a manager or a managing member not a general manager.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt  
Document Specialist

FAX Aud. #: H00000001114  
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00 JAN 10 PM 5:00  
STATE  
DIVISION OF CORPORATIONS

## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

### ARTICLE I - Name

The name of the limited liability company is: EVEREST PARTNERS, LLC.

### ARTICLE II - Address

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

100 North Tampa Street, Suite 3175  
Tampa, Florida 33602.

### ARTICLE III - Registered Office/Registered Agent

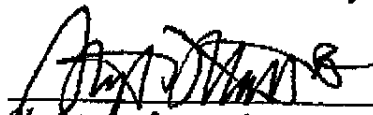
The name of the Limited Liability Company's registered agent is Stephen B. Straske II, Esq., and his address is 101 E. Kennedy Boulevard, Suite 3700, Tampa, FL 33602.

### ARTICLE IV - Management

The Limited Liability Company is to be managed by a managing member.

### ARTICLE V - Duration

The duration of the Limited Liability Company is to be perpetual.



Signature of a member or an authorized representative of a member.  
(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.)

Stephen B. Straske II

Typed or printed name of signer

ON JAN 10 PM 5:00

RECEIVED  
EVEREST PARTNERS, LLC  
TAMPA, FLORIDA

Prepared by: Stephen B. Straske II, Esquire  
Hill, Ward & Henderson, P. A.  
P. O. Box 2231, Tampa FL 33601-2231  
(813) 221-3900  
Florida Bar Number 060070


**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or SECTION 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:  
EVEREST PARTNERS, LLC.
2. The name and the Florida street address of the registered agent and office are:

Stephen B. Straske II, Esq.  
101 E. Kennedy Boulevard, Suite 3700  
Tampa, Florida 33602

*Having been named 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.*

  
Stephen B. Straske II

Date: January 10, 2000

11:11 AM  
JAN 10 2000  
00 JAN 10 PM 5:00