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DIVISION OF CORPORATIONS

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LIMITED LIABILITY COMPANY

Hanbury Evans Newill Vlattas Valladarez and Co.

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DIVISION OF CORPORATIONS

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Articles of Organization

of

**HANBURY EVANS NEWILL VLATTAS VALLADAREZ AND CO.
AND WELBRO/ELLIS-DON, L.C.**

ARTICLE I

Name and Duration

The name of this Limited Liability Company is Hanbury Evans Newill Vlattas Valladarez and Co. and Welbro/Ellis-Don, L.C. (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE II

Principal Office

The mailing address and street address of the principal office of the Company is 1115 East Cass Street, Tampa, Florida 33602, or such other place as the Members of the Company may determine from time to time.

ARTICLE III

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801. The name of the registered agent at such address is A.G.C. Co.

DATED as of the 20th day of January, 2000.

A.G.C. Co., as Authorized Representative

By: 

Name: Robert T. Fudon

As its: Vice President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

Pursuant to the provisions of Florida Statute Section 608.415, Hanbury Evans Newill Vlattas Valladarez and Co. and Welbro/Ellis-Don, L.C. submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is Hanbury Evans Newill Vlattas Valladarez and Co. and Welbro/Ellis-Don, L.C.

2. The name and address of the registered agent and office is: A.G.C. Co., 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, by and through its duly elected officer, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: January 10, 2000

A.G.C CO.

By: 

Name: Richard T. Fulmer
Vice President

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