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LIMITED LIABILITY COMPANY  
NEWPORT-SAN NICHOLAS, LLC

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**ARTICLES OF ORGANIZATION  
OF  
NEWPORT-SAN NICHOLAS, LLC**

1. Name. The name of this limited liability company is NEWPORT-SAN NICHOLAS, LLC (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist commencing on July 6, 2000, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Principal Office. The mailing address and the street address of the Company's principal office is 2803 South Beach Drive, Tampa, Florida 33629.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Randolph J. Wolfe. The street address of the initial registered agent of the Company is 201 N. Franklin Street, Suite 2200, Tampa, Florida 33602.

6. Additional Members. Additional members to the Company may be admitted, but only upon the consent of all of the other members of the Company at the time admission is sought.

7. Management of the Company. The management of the Company shall be vested in the members of the Company.

8. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization on the 10<sup>th</sup> day of July, 2000. (In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Randolph J. Wolfe  
Randolph J. Wolfe, Authorized Representative

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## ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Randolph J. Wolfe  
Randolph J. Wolfe, Registered Agent

Dated: July 10, 2000

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