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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 802851 7222203

AUTHORIZATION :

Patricia Pigato

MJH

COST LIMIT : \$ 155.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 18 PM 2:07

ORDER DATE : August 17, 2000

ORDER TIME : 8:43 AM

ORDER NO. : 802851-010

CUSTOMER NO: 7222203

500003362035--7

CUSTOMER: Ms. Joanne Jensen
Svic

505 Montgomery Street
20th Floor
San Francisco, CA 94111

DOMESTIC FILING

NAME: BLACKBEARD INVESTMENTS II,
LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

RECEIVED
00 AUG 18 AM 10:00
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

**STATE OF FLORIDA
ARTICLES OF ORGANIZATION
OF
Blackbeard Investments II, LLC**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 18 PM 2:07

These Articles of Organization of **Blackbeard Investments II, LLC**, a Florida limited liability company (the "Company"), dated as of the 17th day of August, 2000, are being duly executed and filed by Tom Mancino, the organizer, who is authorized to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608 of Florida Statutes) (the "Florida Act").

FIRST: The name of the limited liability Company is: **Blackbeard Investments II, LLC**.

SECOND: The principal address and mailing address of the Company is: 4350 West Cyprus Street, Suite 440, Tampa, Florida 33607.

THIRD: The Registered Agent and Registered Office for service of process is as follows:


Name: Corporation Service Company.

Address: 1201 Hays Street, Tallahassee, Florida, 32301-2607.

FOURTH: The Company is to be a member-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.

**Blackbeard Investments II, LLC,
a Florida limited liability company**

By: 
Tom Mancino, Sole Member

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Florida Statutes Section 48.091 entitled "Designation of Registered Agent and Registered Office" and Section 608.415 entitled "Registered Office and Registered Agent", the following is submitted:

That **Blackbeard Investments II, LLC** (the "Company"), desiring to organize a limited liability company under the laws of the State of Florida with its registered office, as indicated in the Articles of Organization filed even date herewith, at: 1201 Hays Street, Tallahassee, Florida, 32301-2607, has named Corporation Service Company as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Company, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act and all other applicable laws, relative to the proper and complete performance of my duties as registered agent.

Date: August 17, 2000.

Patricia A. Pizzuto
Patricia G. Pizzuto RD, as agent of
Corporation Service Company, Registered Agent