



THE UNITED STATES  
CORPORATION  
COMPANY

L 00000013268

ACCOUNT NO. : 072100000032

REFERENCE : 880204 4328353

AUTHORIZATION :

COST LIMIT : \$ 125.00

*Patricia Pujols*

ORDER DATE : October 30, 2000

ORDER TIME : 12:14 PM

ORDER NO. : 880204-005

CUSTOMER NO: 4328353

CUSTOMER: Anne Winsor, Legal Assistant  
Greenspoon, Marder, Hirschfeld  
& Rafkin, P.a.  
100 W. Cypress Creek Rd.  
Ste. 700  
Ft. Lauderdale, FL 33309

100003443781--3

DOMESTIC FILING

NAME: WENDOVER GP, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AND  
FILED

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
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TO ADOPTED  
SUFFICIENCY OF FILING

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is Wendover GP, L.L.C.

## ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall begin with the filing of these Articles with the Florida Department of State, and shall continue perpetually until dissolved.

## ARTICLE III -Address:

The mailing address and street address of the principal office of the Limited Liability Company is 615 Crescent Executive Court, Suite 120, Lake Mary, Florida 32746.

## ARTICLE IV - Registered Agent:

The name and address of the initial registered agent for this Limited Liability Company is N. Dwayne Gray, Jr., Esquire, Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A., 135 West Central Blvd., Suite 1100, Orlando, Florida 32801.

## ARTICLE V - Management:

The Limited Liability Company is to be managed by a Manager or Managers elected by the members and any such Managers are not required to be a Member and the name and address of the initial Managers are:

Todd Borck  
615 Crescent Executive Court,  
Suite 120  
Lake Mary, Florida 32746

Jonathan Wolf  
615 Crescent Executive Court,  
Suite 120  
Lake Mary, Florida 32746

## ARTICLE VI - Admission of Additional Members:

The members shall have the right to admit additional members upon the unanimous consent of all existing members.

## ARTICLE VII - Members' Right to Continue Business:

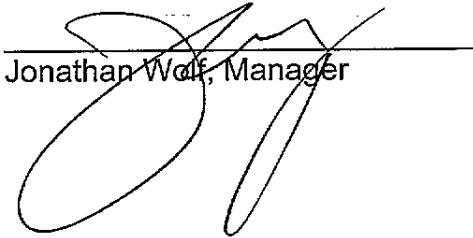
The remaining members of the Limited Liability Company, upon unanimous consent, shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

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TALLAHASSEE, FLORIDA

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Whereof, the undersigned has executed these Articles of Organization the 27<sup>th</sup> day of October, 2000.

  
Todd Borck, Manager

  
Jonathan Wolf, Manager

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TALLAHASSEE, FLORIDA

**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

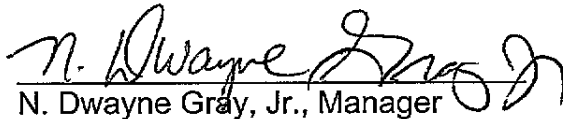
1. The name of the Limited Liability Company is:

Wendover GP, L.L.C.

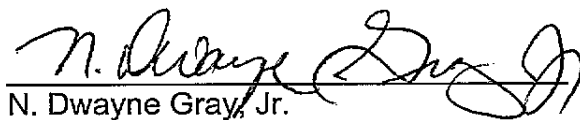
2. The name and address of the registered agent and office is:

N. Dwayne Gray, Jr., Esq.  
Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A.  
135 West Central Boulevard, Suite 1100  
Orlando, Florida 32801

By:

  
N. Dwayne Gray, Jr., Manager

Having been named as registered agent 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.

  
N. Dwayne Gray, Jr.  
Registered Agent

October 27<sup>th</sup>, 2000

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