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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4003

From:

Account Name : WILLIAMS SCHIFINO ANGIONE & STEADY, P.A.

Account Number : I20000000216

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LIMITED LIABILITY COMPANY

WALDEC CAPITAL I, LLC

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION**

**OF**

**WALDEC CAPITAL I, LLC**

The undersigned, as a member or an authorized representative of a member of the Company, pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida limited liability company named **WALDEC CAPITAL I, LLC**.

**ARTICLE I**

Name

The name of this limited liability company shall be **WALDEC CAPITAL I, LLC** (the "Company").

**ARTICLE II**

Address

The mailing address and street address of the principal office of the Company is 5445 W. Cypress Street, Suite 300, Tampa, Florida 33607.

**ARTICLE III**

Duration

The period of duration for the Company shall be perpetual.

**ARTICLE IV**

Initial Registered Office and Agent

The street address of the initial registered office of this Company is One Tampa City Center, 201 N. Franklin Street, Suite 2600, Tampa, Florida 33602, and the name of the initial registered agent of the Company at that address is William J. Schifino, Jr., Esquire.

**ARTICLE V**

Right to Admit Additional Members

The managing members may permit the admission of Additional Members and determine the Capital Contributions of such Members upon a majority vote of the managing members.

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ARTICLE VI

Right of Continuation

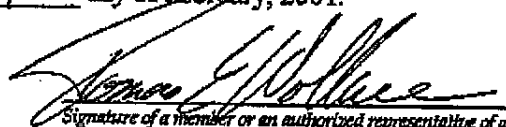
Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the Company.

ARTICLE VII

Company Management

The Company is to be managed by one or more managers as provided in the Regulations and/or Operating Agreement of the Company. Initially, the Company shall have two (2) managing members and the initial managing members shall be Thomas E. Wallace, whose address is 5445 W. Cypress Street, Suite 300, Tampa, Florida 33607, and R. Kevin Adamek, whose address is 5445 W. Cypress Street, Suite 300, Tampa, Florida 33607, who shall serve as the managing members until the first annual meeting or until successors are elected and qualified.

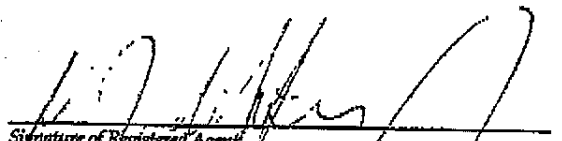
IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has signed these Articles of Organization this 7<sup>th</sup> day of February, 2001.

  
Signature of a member or an authorized representative of a member  
Print Name: THOMAS E. WALLACE

**CONSENT TO APPOINTMENT AND ACCEPTANCE BY REGISTERED AGENT**

The undersigned, William J. Schifino, Jr., Esquire, having been named registered agent and to accept service of process of WALDEC CAPITAL I, LLC, at One Tampa City Center, 201 N. Franklin Street, Suite 2600, Tampa, Florida 33607, 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 his duties, and the undersigned is familiar with, and accepts the obligations of registered agent.

DATED: February 8, 2001.

  
Signature of Registered Agent  
Print Name: William J. Schifino, Jr., Esquire  
"Registered Agent" #59747

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