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MJH

16 February 2001

W01-4029

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\*\*\*\*130.00 \*\*\*\*130.00

Office of the Florida  
Secretary of State  
Registration Section  
409 E. Gaines St  
Tallahassee, FL 32399

In Re: Top Down Partnership L. L. C. Articles of Organization

Ladies and Gentlemen:

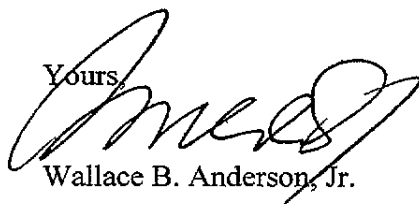
Enclosed are the following documents:

1. Articles of Organization for Top Down Partnership L. L. C., a Florida Limited Liability Company and
2. Check in the amount of \$130.00 to pay:
  - (a) \$100.00 Filing Fee for Articles of Organization,
  - (b) \$25.00 Filing Fee for Designation of Registered Agent, and
  - (c) \$5.00 Certificate of Status.

Please file the Articles and return the Certificate of Status.

Thank you for your assistance.

Yours,

  
Wallace B. Anderson, Jr.

FILED  
01 MAR 23 PM 4:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 20, 2001

WALLACE B. ANDERSON, JR.  
234 EAST DAVIS BLVD.  
TAMPA, FL 33606

SUBJECT: TOP DOWN PARTNERSHIP L.L.C.  
Ref. Number: W01000004029

We have received your document for TOP DOWN PARTNERSHIP L.L.C. and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity cannot include "PARTNERSHIP." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 001A00010700

ARTICLES OF ORGANIZATION  
FOR  
TOP DOWN, L. L. C.,  
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, the duly authorized representative of the Members of the Top Down Partnership, L. L. C., files these Articles of Organization to organize a Limited Liability Company in accordance with Chapter 608 of the Florida Statutes:

ARTICLE ONE  
NAME

The name of the Limited Liability Company is: Top Down, L.L.C.

ARTICLE TWO  
PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Limited Liability Company is: 234 East Davis Blvd., Tampa, Florida 33606

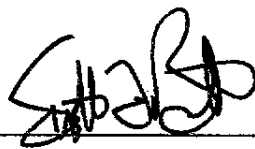
ARTICLE THREE  
APPOINTMENT OF REGISTERED AGENT  
AND ACCEPTANCE

The name and the Florida street address of the Registered Agent are:

Scott F. Barnett  
234 East Davis Blvd  
Tampa, Florida 33606

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01 MAR 23 PM 4:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above Limited Liability Company at the place designated in this certificate, I accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Florida 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 as provided for in Chapter 608, *Florida Statutes*.

A handwritten signature in black ink, appearing to read 'S. Barnett', is written over a horizontal line.

Scott F. Barnett, as the  
Authorized Representative of the Members  
of the Top Down, L. L. C. and as the  
Resident Agent of the Top Down  
Partnership, L. L. C.