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ACCOUNT NO. : 072100000032

REFERENCE : 112135 4336650

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 125.00

FILED
01 APR 11 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 11, 2001

ORDER TIME : 12:35 PM

ORDER NO. : 112135-005

CUSTOMER NO: 4336650

700003992447--0

CUSTOMER: Ms. Sylvie G. Jordan
Baker & McKenzie

19th Floor
1200 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: EVERPOINT PARTNERS, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS: _____

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01 APR 11 PM 1:43
DIVISION OF CORPORATION

L01-5640
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ARTICLES OF ORGANIZATION

OF

EVERPOINT PARTNERS, LLC

a Florida limited liability company

1. The name of this limited liability company is **EVERPOINT PARTNERS, LLC** ("Company").
 2. The Company is being formed for the following purposes:
 - a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
 - b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
 - c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the company or which at any time appear conducive thereto or expedient.
- This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as amended from time to time.
3. The principal place of business and the mailing address of the Company is:

2751 Northeast 23rd Court
Pompano Beach, Florida
 4. The name and address of the registered agent of the Company is:

Charles T. Schaeffer
2751 Northeast 23rd Court
Pompano Beach, Florida
 5. The Company is to be a manager- managed company.
 6. The Company, with the unanimous written consent of the members, shall have the right to amend or repeal any provisions contained in these Articles of Organization or any amendments hereto. Further, the power to adopt, alter, amend or repeal the Company's operating agreement shall be vested in the Company's members.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

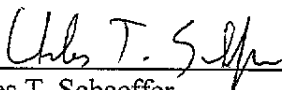
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7. The Company shall indemnify any and all of its managers, officers, employees or agents or former officers, employees or agents or any person or persons who may have served at its request as a manager, officer, employee or agent of another company, corporation, partnership, joint venture, trust or other enterprise in which it owns an equity interest or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a manager, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any member, manager, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

IN WITNESS WHEREOF, the undersigned member of **EVERPOINT PARTNERS, LLC**, has executed these Articles of Organization this 9th day of April, 2006.

MEMBER:



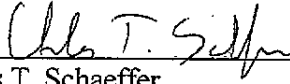
Charles T. Schaeffer

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CLERK OF DISTRICT COURT
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TAMPA, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for **EVERPOINT PARTNERS, LLC**, at the place designated in these Articles of Organization, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto. The undersigned is familiar with the obligations of a Registered Agent under the Florida Limited Liability Company Act.



Charles T. Schaeffer

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