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STEARNS WEAVER MILNER WEISSLER LADD & SITTERSON, P.A.
SUNTRUST FINANCIAL CENTER - SUITE 200
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July 6, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

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***155.00 ***155.00

L01-11227

RE: Premier Corporate Center III, LLC

Dear Sir or Madam:

Enclosed are the original of the Articles of Organization of Premier Corporate Center III, LLC, and Statement Designating Registered Agent and Office. Please have the enclosed filed with the Florida Secretary of State, Division of Corporations, and return a certified copy of record of same to the attention of the undersigned at the Tampa, Florida address referenced in the above letterhead.

Also enclosed please find check no. 27168 in the amount of \$155.00 which represents payment of the following:

Filing Fee-Florida Articles of Organization	\$100.00
Registered Agent Designation	25.00
Certified Copy of Record	30.00
TOTAL	\$155.00

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06 JUL -9 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Florida Department of State
July 6, 2001
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Thank you for your assistance in this matter. Should you have any questions regarding the enclosed, please call me collect at (813)222-5030 rather than returning the unfiled Articles of Organization.

Sincerely,

Mary L. Raymer

Mary L. Raymer
Legal Assistant

LJB:mr
Enclosures

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION OF
PREMIER CORPORATE CENTER III, LLC,
a Florida limited liability company

The following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company (hereinafter referred to as the "Company").

ARTICLE I

NAME

The name of the Company shall be PREMIER CORPORATE CENTER III, LLC.

ARTICLE II

PRINCIPAL OFFICE AND PLACE OF BUSINESS

The mailing address and street address of the principal office and place of business of the Company is c/o Ciminelli Development Company, 350 Essjay Road, Williamsville, New York 14221.

ARTICLE III

MANAGEMENT

All powers of the Company shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed by, the Members of the Company.

ARTICLE IV

DURATION

The Company shall exist until December 31, 2050, unless it is earlier dissolved in a manner provided by law or as provided in the Operating Agreement adopted by the members.

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TALLAHASSEE FLORIDA

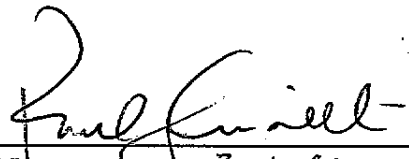
ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Company is 401 East Jackson Street, Suite 2200, City of Tampa, County of Hillsborough, State of Florida, and the name of the Company's initial registered agent at that address is Lawrence J. Bailin.

The undersigned, being one of the original Members of the Company, certifies that this instrument constitutes the Articles of Organization of PREMIER CORPORATE CENTER III, LLC.

Executed by the undersigned at Williamsville, New York, on June 19, 2001.

By: 
Print Name: Paul Ciminelli
As Member of PREMIER CORPORATE CENTER III, LLC

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TALLAHASSEE FLORIDA

STATEMENT DESIGNATING REGISTERED
AGENT AND OFFICE

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is PREMIER CORPORATE CENTER III, LLC.

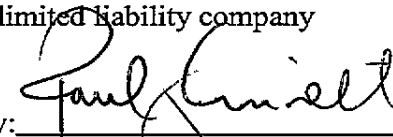
The name of the registered agent for PREMIER CORPORATE CENTER III, LLC, is Lawrence J. Bailin and the street address and mailing address of the company's registered office where the registered agent is located is 401 East Jackson Street, Suite 2200, Tampa, Florida 33602..

This statement is to acknowledge that, as indicated above, PREMIER CORPORATE CENTER III, LLC, has appointed me, Lawrence J. Bailin, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated June 19, 2001.

PREMIER CORPORATE CENTER III, LLC,
a Florida limited liability company

By:



Print Name: Paul Ciminelli

As Member of PREMIER CORPORATE CENTER III, LLC

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Lawrence J. Bailin
As Registered Agent

State of New York)
)ss
County of Erie)

The foregoing instrument was acknowledged before me this 19th day of June, 2001, by PAUL F. GMINELLI, as member of PREMIER CORPORATE CENTER III, LLC, a Florida limited liability company, on behalf of the company. He is personally known to me or has produced _____ as identification.

Mary Lou Scharf
Printed Name: _____
Notary Public
Serial Number (if any): _____

My Commission Expires:

(NOTARY SEAL)

State of Florida)
)ss
County of Hillsborough)

MARY LOU SCHARF
Notary Public, State of New York
Qualified in Erie County
My Commission Expires April 1, 2003

The foregoing instrument was acknowledged before me this 20th day of June, 2000, by LAWRENCE J. BAILIN, as Registered Agent of PREMIER CORPORATE CENTER III, LLC, a Florida limited liability company. He is personally known to me.

Evonne M. Baker
Printed Name: _____
Notary Public
Serial Number (if any): _____

My Commission Expires:

(NOTARY SEAL)

