

LC1000011386

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7/11
July 10, 2001

MJH

VIA OVERNIGHT MAIL

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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****160.00 ****160.00

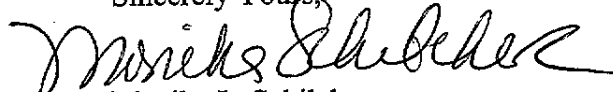
RE: UPMC Investment Group, LLC

Dear Madam or Sir:

Enclosed please find the original and one copy of the Articles of Organization and Acceptance of Registered Agent. I would be requesting a certified copy and a certificate of status. Thus, a check for \$160.00 is enclosed.

Should you have questions, please call me.

Sincerely Yours,


Monika L. Schilcher

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

The undersigned organizer, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I: NAME

The name of the limited liability company shall be UPMC INVESTMENT GROUP, LLC (the "Company").

ARTICLE II: ADDRESS

The Company's principal current street address and the Company's mailing address are:

14501 Bruce B. Downs Blvd.
Tampa, Florida 33631

ARTICLE III: DURATION AND CONTINUATION

The period of the Company's duration shall commence on the date of filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of all the remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

ARTICLE IV: PURPOSE

The purpose for which the Company is being formed is to engage in any activity business permitted under the laws of the United States and the State of Florida.

ARTICLE V: REGISTERED AGENT AND OFFICE

The initial registered office of this company shall be located at 15310 Amberly Drive, Suite 250-60, Tampa, Florida 33647 and the initial registered agent of this company at such

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office shall be Amy Burcaw. This company shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE VI: ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of all the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

ARTICLE VII: MANAGEMENT OF COMPANY

The business of the Company shall be managed by a manager who shall be elected annually by the members of the Company. The manager shall have the power and authority to act on behalf of the Company as provided in the Florida Limited Liability Company Act, including specifically, without limitation, Section 608.404, Section 608.424(1), and Section 608.425, and shall hold the offices and have the responsibilities accorded by the members which are more particularly described in the Management Agreement that may be entered into between the members and the manager, and amended from time to time. The name and address of the initial manager is as follows:

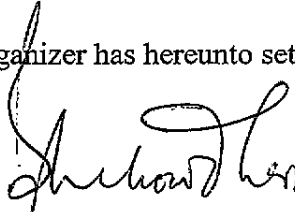
Amy Burcaw 15310 Amberly Drive, Suite 250-60, Tampa, Florida 33647

The manager shall serve in that capacity until the first annual meeting of members or until his successor is elected and qualified.

ARTICLE VIII: AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to the Articles of Organization shall be approved by a majority interest of the members, shall be as prescribed by the Secretary of State of the State of Florida, and shall be subscribed to by a majority in interest of the members of the Company.

IN WITNESS WHEREOF, the undersigned organizer has hereunto set his hand and seal this 10 day of July, 2001.



Shaukat H. Chowdhari, Member

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

I agree to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.



Amy Burcaw, Registered Agent

Dated: 7/9/01