Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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(((H01000117664 2)))

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To:

Division of Corporations

Fax Number : (850)205-0383

From:

Account Name : FOLEY & LARDNER

Account Number : 072720000061 Phone : (904)359-2000 Fax Number

: (904)359-8700

LIMITED LIABILITY COMPANY

POP II, L.L.C.

Certificate of Status	1
Certified Copy	1
Page Count	01
Estimated Charge	\$160.00

FAX AUDIT NO.: H01000117664

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

POP II, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company are: 9428 BAYMEADOWS ROAD, SUITE 112, JACKSONVILLE, FLORIDA 322256.

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature;

The name and the Florida street address of the registered agent are:

200 LAURA STREET Florida street address (P.O. Box NOT acceptable)

JACKSONVILLE. F City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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 completed performance of may duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

F&L CORP.

By: Charles V. Hedrick, Authorized Signatory

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

(An additional article must, he added if an effective date is requested)

Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjuty that the facts stated herein are true.)

DAVID C. COOK

Typed or printed name of signee

FILING FEES:

\$100.00 Filing Fee for Articles of Organization \$25.00 Designation of Registered Agent \$30.00 Cartified Copy (OPTIONAL) \$5.00 Certificate of Status (OPTIONAL)

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