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LIMITED LIABILITY COMPANY

Evergreen Capital Partners, LLC

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**ARTICLES OF ORGANIZATION
OF
EVERGREEN CAPITAL PARTNERS, LLC**

ARTICLE I

Name and Duration

The name of this Limited Liability Company is EVERGREEN CAPITAL PARTNERS, LLC (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE II

Principal Office

The mailing address and street address of the principal office of the Company is 12004 Summerspring Lakes Drive, Orlando, Florida 32825, or such other place as the Managers of the Company may determine from time to time.

ARTICLE III

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 12004 Summerspring Lakes Drive, Orlando, Florida 32825. The name of the registered agent at such address is Mark R. Mohler.

ARTICLE IV

Manager-Managed Company

The Company is to be managed by one or more Managers.

DATED as of the 17th day of December, 2001.

Mark R. Mohler, authorized person



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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes Section 608.415, EVERGREEN CAPITAL PARTNERS, LLC submits the following statement in designating the registered office/registered agent in the State of Florida:

1. The name of the limited liability company is EVERGREEN CAPITAL PARTNERS, LLC.
2. The name and address of the registered agent and office is: 12004 Summerspring Lakes Drive, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, by and through its duly elected officer, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: December 17, 2001



Mark R. Mohler

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TALLAHASSEE, FLORIDA

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