

FROM HOLLAND & KNIGHT TAMPA

MON 8/26/02 11:05/ST 11/05/NO. 426106141/P 1

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From: Account Name : HOLLAND & KNIGHT
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K Wheeler

LIMITED LIABILITY COMPANY

AIP Managers, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION
OF
AIP Managers, LLC

The undersigned authorized representative of the Members of a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby submit the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company shall be AIP Managers, LLC.

ARTICLE II. DURATION

The period of the Company's duration shall commence on the date of filing of these Articles of Organization and shall exist perpetually, unless terminated in accordance with the Company's operating agreement.

ARTICLE III. PURPOSE

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

ARTICLE IV. STREET ADDRESS OF PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company shall be:

311 Park Place Boulevard, Suite 250
Clearwater, Florida 33759

ARTICLE V. REGISTERED AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is:

Bryan Stypul
311 Park Place Boulevard, Suite 250
Clearwater, Florida 33759

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A written statement as prescribed by the Florida Department of State pursuant to Section 608.415(2), Florida Statutes, is attached to these Articles of Organization.


ARTICLE VI. MANAGEMENT

The Company shall be Manager managed.

ARTICLE VII. OPERATING AGREEMENT RESTRICTION

The operating agreement for the Company contains provisions that may result in, among other matters, a withdrawing member not receiving the fair value for such member's interest in the Company if such valuation was based upon the member's rights to share in distributions that are provided to the member pursuant to the operating agreement.

IN WITNESS WHEREOF, the undersigned authorized representative of the Members has executed these Articles of Organization on this 23rd day of August, 2002.


Douglas Case, Authorized
Representative of the Member

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 608.415, Florida Statutes, or other more applicable statute, the following is submitted:

That AIP Managers, LLC desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, at 311 Park Place Boulevard, Suite 250, Clearwater, Florida 33759, has named Bryan Stypul as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the limited liability company named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Limited Liability Company Act, and am familiar with, and accept, the obligations of that position, as provided in the Florida Limited Liability Act.

Dated: August 23, 2002

By: 

Bryan Stypul, Registered Agent

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