

OCT-11-2002 16:09

TRENAM KEMKER

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

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JTM 02-1048

LIMITED LIABILITY COMPANY

Loper, L.L.C.

BK

Certificate of Status	0
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ARTICLES OF ORGANIZATION**OF****LOPER, L.L.C.**

The undersigned member hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I**Name**

The name of this limited liability company (the "Company") shall be:

Loper, L.L.C.

ARTICLE II**Principal Office and Mailing Address**

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

3605 South Beach Drive
Tampa, Florida 33629

ARTICLE III**Registered Office and Registered Agent**

The initial registered office of the Company shall be located at 3605 South Beach Drive, Tampa, Florida 33629, and the initial registered agent of the Company at such office shall be L. Lowry Baldwin. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

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ARTICLE IV**Operating Agreement**

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

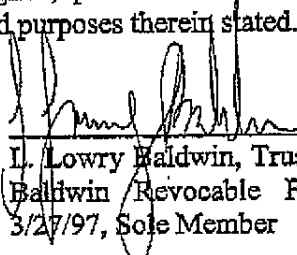
ARTICLE V**Management of the Company**

The management of the Company shall be vested in its sole member. Accordingly, the Company shall be a member-managed company

ARTICLE VI**Amendment of Articles of Organization**

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.


L. Lowry Baldwin, Trustee of the L. Lowry
Baldwin Revocable Family Trust UAD
3/27/97, Sole Member

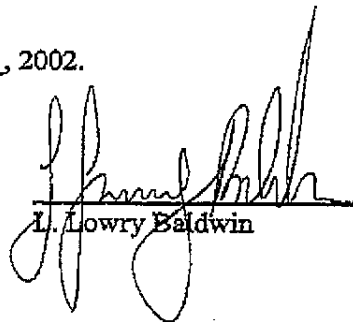
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LOPER, LLC**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 2 day of October, 2002.



L. Lowry Baldwin

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