



LO2000027059

ACCOUNT NO. : 072100000032

REFERENCE : 779777 4144A

AUTHORIZATION :

Patricia Pajita

COST LIMIT : \$ 155.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 OCT 11 PM 1:19

FILED

ORDER DATE : October 11, 2002

ORDER TIME : 11:38 AM

ORDER NO. : 779777-020

CUSTOMER NO: 4144A

CUSTOMER: Ms. Michelle Baserva
Holland & Knight LLP

Suite 3000
701 Brickell Avenue
Miami, FL 33131

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DOMESTIC FILING

NAME: SIRACH, LLC

EFFECTIVE DATE:

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XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: _____

LO2-27059
[Signature]

ARTICLES OF ORGANIZATION
OF
SIRACH, LLC

The undersigned, being a duly authorized representative of a member, 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 is **SIRACH, LLC** (the "Company")

ARTICLE II. ADDRESS

The principal office and mailing address of the Company is:

c/o Holland & Knight LLP
701 Brickell Avenue, Suite 3000
Miami, FL 33131

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ARTICLE III. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement or (ii) by the unanimous written agreement of all Members.

ARTICLE IV. 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 V. REGISTERED AGENT AND OFFICE

The Company designates c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301 as the street address of the initial registered office of the Company and names Corporation Service Company as the Company's initial registered agent at that address to accept service of process within this state.

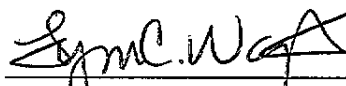
ARTICLE VII. MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by a Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Such Manager shall also have the rights and responsibilities described in the Operating Agreement of the Company.

ARTICLE VIII. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 10th day of October, 2002.



Lynn C. Washington

Duly Authorized Representative of a Member

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **SIRACH, LLC** 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.

CORPORATION SERVICE COMPANY

Deborah D. Skipper

Dated: 10-11, 2002

Deborah D. Skipper
Asst. V. Pres.

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