FOLEY LARDNER FEB. 20. 2003 1:26PM Division of Corporations

NO. 2773 P. 1/2 1 of

Florida Department of State

Division of Corporations **Public Access System**

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To:

Division of Corporations

Fax Number : (850)205-0383

From:

Account Name : FOLEY & LARDNER Account Number : 072720000061 : (904)359-2000 Phone Fax Number : (904)359-8700

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03 FEB 20 PM 2: 19 III III

LIMITED LIABILITY COMPANY

POP III, L.L.C.

Certificate of Status	0
Certified Copy	1.
Page Count	01
Estimated Charge	\$155.00



FOLEY LARDNER

Fax Audit No.: H03000058241

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: POP III, 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 32256.

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

The name and the Florida street address of the registered agent are:
F&L CORP.
Name
200 LAURA STREET
Florida street address (P.O. Box NOT acceptable)

CKSONVILLE, FL 32202
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 my 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: Chauncey W. Lever Jr., Authorized Signatory

(An additional article must be 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 perjury 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 Certified Copy (OPTIONAL) \$5.00 Certificate of Status (OPTIONAL)

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SECRLIARY OF STATE
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