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SECRETARY OF STATE

MULLER & LIPSON, P.A.

Attorneys at Law

Charles E. Muller II Gary D. Lipson Brian A. Lebensburger of counsel Dale A. Heckerling

9350 Financial Centre Suite 1550 9350 South Dixie Highway Miami, Florida 33156 Telephone: 305-670-6770 Fax: 305-670-6769

William C. Lewis, Jr.

July 3, 2003

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

> RE: ShureBridge Group, LLC

Gentlemen/Ladies:

men/Ladies:

Enclosed please find an executed copy of the Articles of Organization of ShureBridge Proup, LLC, as well as a check in the amount of \$125.00.

Please file the Articles of Organization of this limited liability company as soon as possible.

Your cooperation is greatly appreciated. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

GDL\sh Enc.

Articles of Organization of ShureBridge Group, LLC

The undersigned member, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I Name

The name of the limited liability company is: ShureBridge Group, LLC

ARTICLE II Address

The mailing address and street address of the principal office of the limited liability company is: 120 International Parkway, Suite 220, Heathrow, Florida 32746.

Article III Registered Agent and Registered Office

The name and the Florida street address of the initial registered agent of the limited lability company are: Gary D. Lipson, 9350 South Dixie Highway, Suite 1550, Miami, Florida 32156

Article IV Management

The limited liability company is to be managed by a manager or managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization and acknowledged them to be its act on this <u>3</u> day of July, 2003.

SUNEQUITY HOLDINGS, INC., a Florida corporation

David N Sundstrom, Vice President

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STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

D. Lipson

SECRETARY OF STATE
TALL SHASSEF FLORIDA