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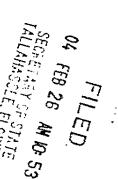


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ARTICLES OF ORGANIZATION

OF

SCORPIO HOLDINGS, LLC

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I Name

The name of this limited liability company shall be Scorpio Holdings, LLC (the "Company").

ARTICLE II Address

The mailing address and street address of the principal office of the Company shall be 20 Somerset Drive, Palm Beach Gardens, Florida 33418.

ARTICLE III Duration

The Company shall commence its existence on the date these Articles of Organization were filed with the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV Registered Office and Agent

The name and street address of the registered agent of the Company in the State of Florida is Frederic T. DeHon, Jr., P.A., 5606 PGA Boulevard, Suite 211, Palm Beach Gardens, Florida 33418.

ARTICLE V Management by Members

The Company shall be managed by its members in accordance with the Operating Agreement adopted by the member(s) for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation of the affairs of the Company not inconsistent with law or these Articles.

IN WITNESS WHEREOF, the undersigned authorized representative of the sole initial

SCORPIO HOLDINGS, LLC ARTICLES OF ORGANIZATION PAGE 2 OF 2

member has made and subscribed these Articles of Organization at Palm Beach Gardens, Florida on the Aday of February, 2004

Frederic T. DeHon, Jr., Authorized Representative

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Frederic T. DeHon, Jr., as the duly authorized representative of the sole initial member, □ to me well known, or □ identified to me by _______, to be the individual described in and who has executed the foregoing Articles of Organization, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal at Palm Beach

Notary Public, State of Florida

Gardens, Florida, this day of February, 2004.

Notary's Printed Name:

My commission expires:

My commission number:

Diane Kutney
My Commission CC993081
Expires January 10, 2005

(NOTARY SEAL)

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated limited liability company, at the place designated in these Articles, I hereby accept being named to act in this capacity, state that I am familiar with the provisions of Chapter 608, Fla. Stat. relative to service as a registered agent, accept the obligations thereof and agree to comply therewith.

Frederie T. DeHon, Jr., P.A., Registered Agent

Frederic T. DeHon, Jr., President