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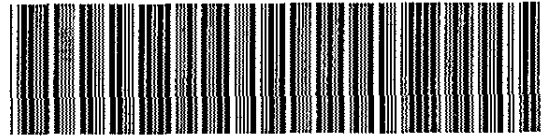
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 732192 4331939

AUTHORIZATION :

Patricia Pizuto

COST LIMIT : \$ 155.00

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ORDER DATE : June 9, 2004

ORDER TIME : 12:13 PM

ORDER NO. : 732192-005

CUSTOMER NO: 4331939

CUSTOMER: Ms. Suzanne S. Killeen
Greenberg Traurig, P.a.

401 East Las Olas Boulevard
Ste 2000
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: VP SHERWOOD, L.L.C.

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
VP SHERWOOD, L.L.C.

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TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the Limited Liability Company is VP SHERWOOD, L.L.C. (the "Company").

ARTICLE II - Address

The mailing address of the Company is 639 N.E. 11th Avenue, Fort Lauderdale, FL 33304, and the street address of the principal office of the Company is 639 N.E. 11th Avenue, Fort Lauderdale, FL 33304.

ARTICLE III - Duration

The Company shall exist perpetually, unless sooner dissolved in accordance with the Company's Operating Agreement or Florida law.

ARTICLE IV - Registered Agent and Office

The street address of the Company's initial registered office is 639 N.E. 11th Avenue, Fort Lauderdale, FL 33304, and the name of its initial registered agent at such office is Brian S. Dowling.

ARTICLE V - Management

The Company will be a manager-managed company. The initial Manager shall be Brian S. Dowling.

