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To:  
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Fax Number : (850) 205-0383

From:  
Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
Phone : (305) 789-3200  
Fax Number : (305) 789-3395

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY  
E.D. WATERFORD MANAGEMENT, LLC

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$160.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
E.D. WATERFORD MANAGEMENT, LLC**

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

**ARTICLE 1**

**NAME**

The name of the limited liability company is E.D. Waterford Management, LLC (the "Company").

**ARTICLE 2**

**ADDRESS**

The mailing address and street address of the principal office of the Company is 999 Washington Avenue, Miami Beach, Florida 33139.

**ARTICLE 3**

**DURATION**

The period of duration for the Company shall be perpetual.

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ARTICLE 4

REGISTERED AGENT

The name and street address of the registered agent of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A.	c/o Richard E. Schatz 150 West Flagler Street, Suite 2200 Miami, Florida 33130

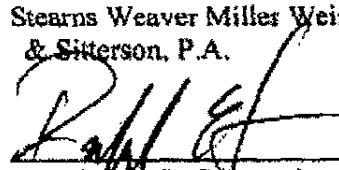
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization this 23<sup>rd</sup> day of June, 2004.

  
 Richard E. Schatz  
 Authorized Representative of Members

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for E.D. Waterford Management, LLC at the place designated in these articles, Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A. hereby accepts the appointment as registered agent and agrees to act in this capacity. It further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent.

Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A.

  
 By: Richard E. Schatz, for the Firm

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