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To: Division of Corporations  
Fax Number : (850) 205-0383

From: Account Name : GRONEK & LATHAM, LLP  
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July 13, 2004 \*

LIMITED LIABILITY COMPANY

WINTER PARK EQUITY, LLC

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Page Count	02
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION  
OF  
WINTER PARK EQUITY, LLC**

**a Florida Limited Liability Company**

The undersigned, being desirous of forming a limited liability company pursuant to Chapter 608, Florida Statutes, hereby certifies as follows:

1. Name of Limited Liability Company. The name of the limited liability company is **WINTER PARK EQUITY, LLC** a Florida limited liability company (the "Company").

2. Period of Duration. The period of duration for the Company shall be perpetual.

3. Principal Office. The mailing address and principal office shall be 69 Newbury Street, 4<sup>th</sup> Floor, Boston, MA 02116.

4. Agent for Service of Process; Address of Registered Agent. The initial registered agent of the Company for service of process shall be G&L Agent Services, Inc., 390 North Orange Avenue, Suite 600, Orlando, Florida 32801, Attention: President.

5. Member Management. The Company shall be member managed.

IN WITNESS WHEREOF, the undersigned has executed the Articles of Organization on this 1<sup>st</sup> day of July, 2004 in his capacity as an authorized representative for the Company.

By:

  
Robert J. Gronek, as Authorized  
Representative

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**ACCEPTANCE OF APPOINTMENT**

The undersigned, G&L Agent Services, Inc., hereby acknowledges and accepts its appointment as registered agent of WINTER PARK EQUITY, LLC, a Florida limited liability company (the "Company"), and agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act relative thereto. The undersigned is familiar with, and accepts, the obligations of a registered agent appointed as provided for in Chapter 608 of the Florida Statutes.

Dated this 14<sup>th</sup> day of July, 2004

G&L AGENT SERVICES, INC. a  
Florida corporation

  
Robert J. Groner, President

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