

W4000063171

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LIMITED LIABILITY COMPANY

HB Prime Sites II, LLC

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**ARTICLES OF ORGANIZATION OF
HB PRIME SITES II, LLC**

I hereby file these Articles of Organization as an authorized representative of the limited liability company to be formed pursuant to these Articles of Organization and the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the limited liability company to be formed hereunder is "HB Prime Sites II, LLC".

**ARTICLE II
MAILING ADDRESS AND STREET ADDRESS**

The mailing address and the street address of the principal office of the limited liability company is 19001 Sunlake Boulevard, Lutz, Florida 33558.

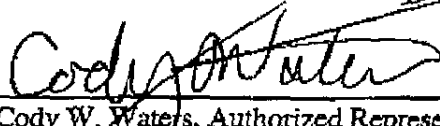
**ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the limited liability company's initial registered office in Florida is 501 East Kennedy Blvd., Suite 1700; Tampa, FL 33602, and the name of its initial registered agent is Cody W. Waters.

**ARTICLE IV
MANAGEMENT**

The limited liability company is a manager-managed company.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 24th day of August, 2004.


Cody W. Waters, Authorized Representative

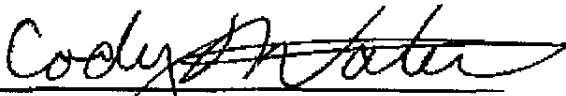
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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of HB Prime Sites II, LLC, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent.

Executed this 24th day of August, 2004.


Cody W. Waters

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