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LIMITED LIABILITY COMPANY

Waupaca Holdings, LLC

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**ARTICLES OF ORGANIZATION
OF
WAUPACA HOLDINGS, LLC**

The undersigned, acting as acting as the authorized representative of the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company"):

**ARTICLE I
Name**

The name of the limited liability company is Waupaca Holdings, LLC.

**ARTICLE II
Principal Office and Mailing Address**

The principal office and mailing address of the Company is 2300 Curlew Road, Suite 100, Palm Harbor, Florida 34683.

**ARTICLE III
Initial Registered Agent and Office**

The street address of the initial registered office of the Company is 501 E. Kennedy Blvd., Suite 1700, Tampa, Florida 33602, and the name of its initial registered agent at that address is Fowler White Boggs Banker P.A., c/o Hunter J. Brownlee.

**ARTICLE IV
Management**

The Company shall be manager-managed.

**ARTICLE V
Effective Date**

The effective date of filing of these Articles of Organization shall be October 5, 2004.

Dated this 5th day of October, 2004.

By: _____

Hunter J. Brownlee
Authorized Representative

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for Waupaca Holdings, LLC, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 5th day of October, 2004.

REGISTERED AGENT:

FOWLER WHITE BOGGS BANKER P.A.

By: 

Hunter J. Brownlee
Authorized Agent

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