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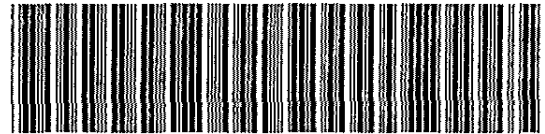
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04 DEC 29 PM 3:59  
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December 10, 2004


Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Mainstream Partners III, LLC

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Organization for the above-referenced, together with our check no. in the amount of \$133.75 as the filing fee, acceptance of registered agent fee, and fee for furnishing us a Certified Copy of the Articles. Thank you for your assistance with this filing.

Sincerely,



Sidney Werner

SW/gel  
Enclosures

cc: Antonio Fernandez



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

December 20, 2004

SIDNEY WERNER  
PIPER, LUDIN, HOWIE & WERNER, P.A.  
5720 CENTRAL AVENUE  
ST. PETERSBURG, FL 33707

SUBJECT: MAINSTREAM PARTNERS III, LLC  
Ref. Number: W04000046410

We have received your document for MAINSTREAM PARTNERS III, LLC and your check(s) totaling \$133.75. However, the document has not been filed and is being retained in this office for the following:

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$21.25.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 704A00070621

**ARTICLES OF ORGANIZATION  
OF  
MAINSTREAM PARTNERS III, LLC**

Having associated for the purpose of becoming a limited liability company under the laws of the State of Florida, the undersigned declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I - NAME**

The name of the limited liability company is: **MAINSTREAM PARTNERS III, LLC.**

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the limited liability company is: Bank of America Tower, One Progress Plaza, Suite 820, St. Petersburg, FL 33701.

**ARTICLE III- INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is Bank of America Tower, One Progress Plaza, Suite 820, St. Petersburg, FL 33701, and the name of the company's initial registered agent at that address is Antonio Fernandez.

FILED  
04 DEC 29 PM 3:19  
TALLAHASSEE, FL  
CLERK OF CIRCUIT COURT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



**ANTONIO FERNANDEZ**, Registered Agent

#### **ARTICLE IV - PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which

this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this cause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

#### **ARTICLE V - MANAGEMENT**

This limited liability company shall be managed by one (1) manager. The name and address of the person who shall serve until a successor is elected or qualified is: Antonio Fernandez, Bank of America Tower, One Progress Plaza, Suite 820, St. Petersburg, FL 33701. The limited liability company will be a member managed company.

## **ARTICLE VI - DURATION**

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**IN WITNESS WHEREOF**, the undersigned, being the sole Member of the limited liability company, has executed these Articles Of Organization on this 10<sup>th</sup> day of December, 2004, at St. Petersburg, Florida.

  
**ANTONIO FERNANDEZ**