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Florida Department of State  
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3

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LIMITED LIABILITY COMPANY

Universal Holdings-USA, LLC

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**ARTICLES OF ORGANIZATION  
OF  
UNIVERSAL HOLDINGS-USA, LLC**

The undersigned hereby organizes a limited liability company under the provisions of the Florida Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization:

**ARTICLE 1**  
**Name**

The name of this limited liability company is:

Universal Holdings-USA, LLC

(hereafter, the "Company").

**ARTICLE 2**  
**Effective Date**

The Company shall have perpetual existence, commencing on the date that these Articles of Organization are filed with the Florida Department of State.

**ARTICLE 3**  
**Mailing Address and Principal Office**

The address of the principal office and the mailing address of the Company is 401 East Jackson Street, Suite 2700, Tampa, Florida 33602.

**ARTICLE 4**  
**Initial Registered Office and Agent**

The street address of the initial registered office of the Company is 401 East Jackson Street, Suite 2700, Tampa, Florida 33602, and the name of the initial registered agent of the Company at that address is Jeffrey T. Shear.

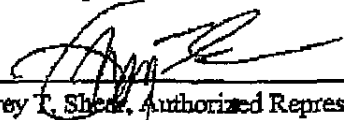
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ARTICLE 5  
Management of the Company

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned authorized representative of a member has executed these Articles of Organization this 11th day of January, 2005, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of his position as registered agent of the Company as provided for in Chapter 608 of the Florida Statutes.

  
\_\_\_\_\_  
Jeffrey T. Shea, Authorized Representative  
and Registered Agent