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Florida Department of State  
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**LIMITED LIABILITY COMPANY**

**ORION I GP, LLC**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
ORION I GP, LLC**

The undersigned, being a duly authorized representative of the members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I**

**NAME**

The name of the limited liability company is ORION I GP, LLC (the "Company").

**ARTICLE II**

**ADDRESS**

The principal office address of the Company is:

1510 S.E. 17th Street, Suite 300  
Ft. Lauderdale, Florida 33316

The mailing address of the Company is:

1510 S.E. 17th Street, Suite 300  
Ft. Lauderdale, Florida 33316

**ARTICLE III**

**REGISTERED AGENT AND OFFICE**

The Company designates 1510 S.E. 17th Street, Suite 300, Ft. Lauderdale, Florida 33316, as the street address of the initial registered office of the Company and names Douglas K. Bischoff as the Company's initial registered agent at that address to accept service of process within this state.

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#### ARTICLE IV

##### DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

#### ARTICLE V

##### MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

#### ARTICLE VI

##### PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE VII

##### ADDITIONAL MEMBERS

Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

#### ARTICLE VIII

##### OPERATING AGREEMENT


The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Member(s) of the Company in the manner set forth in the Operating Agreement of the Company, if any.

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 14 day of January, 2005.

  
\_\_\_\_\_  
Douglas K. Bischoff  
Duty Authorized Representative of the  
Member

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## ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for ORION I GP, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 14 day of January, 2005.

  
\_\_\_\_\_  
Douglas K. Bischoff

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