

# W5000011982

Florida Department of State  
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## LIMITED LIABILITY COMPANY

Primera Pointe Partners, L.L.C.

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ARTICLES OF ORGANIZATION  
OF  
PRIMERA POINTE PARTNERS, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be PRIMERA POINTE PARTNERS, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 255 Primera Boulevard, Suite 160, Lake Mary, Florida 32746.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is James M. Talley, 20 North Orange Avenue, Suite 1500, Orlando, Florida 32801.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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### ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

### ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Kenneth M. Fischer, 255 Primera Boulevard, Suite 160, Lake Mary, FL 32746.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Lake Mary, Florida, on this 4<sup>th</sup> day of February, 2005.

Kenneth M. Fischer

Name of Organizer  
Kenneth M. Fischer

STATE OF FLORIDA  
COUNTY OF Sebastian

Applicant

Sworn to (or affirmed) and subscribed before me this 04<sup>th</sup> day of February, 2005, by Kenneth M. Fischer (name of person making statement).

JoAnn M. L. Dess  
Notary Public - State of Florida



JoAnn M. L. Dess  
Notary Public, State of Florida  
My Comm. Exp. Feb. 22, 2005  
Comm. No. 00-003837

JoAnn M. L. Dess  
Print, Type, or Stamp  
Commissioned Name of Notary Public

Personally Known XX OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

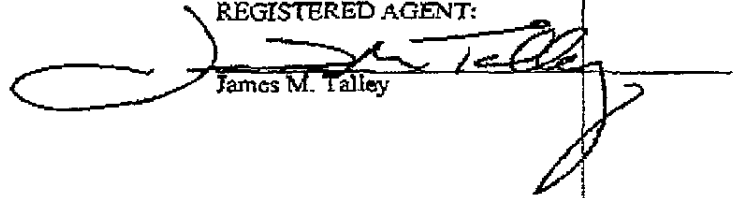
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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as statutory registered agent for PRIMERA POINTE PARTNERS, L.L.C., a Florida Limited Liability Company, in the foregoing Articles of Organization, I hereby agree to act in that capacity, and, on behalf of the Limited Liability Company to accept service of process for the Limited Liability Company, and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

  
James M. Talley