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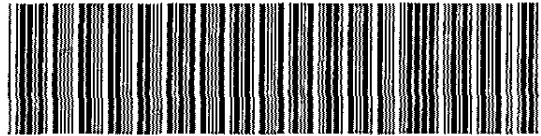
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FOLEY & LARDNER LLP
ATTORNEYS AT LAW

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February 28, 2005

VIA HAND DELIVERY

WRITER'S DIRECT LINE
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dpadilla@foley.com EMAIL

CLIENT/MATTER NUMBER
080847-0106

Divisions of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Organization for Sugar Drive, LLC

Dear Sir or Madam:

Enclosed herein please find the Articles of Organization for Sugar Drive, LLC and a check in the amount of \$160.00 representing the filing fee and certified copy fee. You will also find one copy of the articles to be file stamped on an expedited basis and returned to our courier. Also, please contact me when the certified copy is ready to be picked up.

Thank you for your assistance. Should you have any questions concerning this matter, please contact our office.

Sincerely,


Dessa Padilla

Legal Secretary for Walter Wolfe, Jr.

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TALLAHASSEE, FLORIDA

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WEST PALM BEACH

**ARTICLES OF ORGANIZATION OF
SUGAR DRIVE LLC,
a Florida Limited Liability Company**

ARTICLE I – NAME:

The name of the limited liability company is: SUGAR DRIVE LLC

ARTICLE II – ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS:

The street address of the principal office and the mailing address of the Company is:

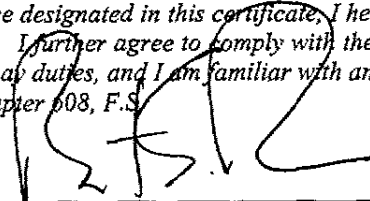
1909 Capital Circle NE
Tallahassee, Florida 32308

ARTICLE IV – REGISTERED AGENT'S OFFICE ADDRESS AND ACCEPTANCE:

The name and the Florida street address of the registered agent are:

Bert S. Pope
1909 Capital Circle NE
Tallahassee, Florida 32308

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 the 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 completed 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.

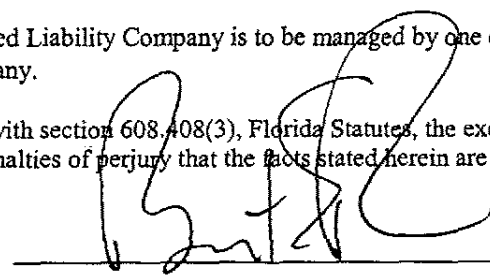


Print Name: Bert S. Pope
Date: February ____, 2005

ARTICLE V – MANAGEMENT (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one or more members and is therefore, a member-managed company.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Bert S. Pope,
Managing Member

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