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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

WPB ACQUISITION GP, LLC

Certificate of Status	1
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Page Count	02
Estimated Charge	\$160.00

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**ARTICLES OF ORGANIZATION
OF
WPB ACQUISITION GP, LLC**

Pursuant to section 608.407, Florida Statutes, the undersigned hereby file these Articles of Organization as follows:

ARTICLE I - NAME

The name of the Limited Liability Company is WPB ACQUISITION GP, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is c/o White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

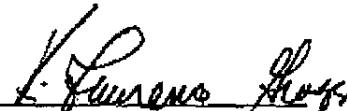
ARTICLE III - DURATION

The period of duration for the Limited Liability Company is perpetual.

ARTICLE IV - MANAGEMENT

The Limited Liability Company will be a manager-managed company.

IN WITNESS WHEREOF, the undersigned authorized representatives have hereunto set their hand and seal this 24th day of March 2005.


K. Lawrence Gragg
Authorized Representative

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submit the following statement in designating the registered office/registered agent:

WFB ACQUISITION GP, LLC, desiring to organize as a limited liability company under the laws of the State of Florida, has designated 2731 Executive Park Drive, Suite 4, Weston, FL 33331, as its initial Registered Office and has named NRAI Services, Inc., located at said address as its initial Registered Agent.

By: K. Lawrence Gragg

K. Lawrence Gragg
Authorized Representative

Having been named Registered Agent for the above stated limited liability company, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

NRAI Services, Inc.

By: B. April Brady

B. April Brady, Asst. Secretary

Registered Agent

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