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Division of Corporations

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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : WINDERWEEDLE, HAINES, WARD & WOODMAN, P.A.
Account Number : 076077002775
Phone : (407)246-8692
Fax Number : (407)423-7014

LIMITED LIABILITY COMPANY

Wonderworks - Tennessee, LLC

Certificate of Status	1
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J. BRYAN MAR 31 2005

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**ARTICLES OF ORGANIZATION
FOR
WONDERWORKS - TENNESSEE, LLC**

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, acting as the organizer of WONDERWORKS - TENNESSEE, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is:

WONDERWORKS - TENNESSEE, LLC

**ARTICLE II
INITIAL REGISTERED AGENT, REGISTERED OFFICE ADDRESS**

The street address and mailing address of the initial principal office is 20 N. Orange Avenue, Suite 1607, Orlando, Florida 32801 and the street address of the initial registered office of this Company is 390 N. Orange Avenue, Suite 1500, Orlando, Florida 32801 and the name of the initial registered agent of this Company at that address is J. P. Carolan, III.

**ARTICLE III
DURATION**

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law or the Company's Operating Agreement.

**ARTICLE IV
MANAGEMENT**

The Company shall be managed by the Manager or Managers of the Company as provided in the Company's Operating Agreement.

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TALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 30th day of March, 2005.

J. P. Carolan, III
J. P. Carolan, III

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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 complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 608, Fla. Stat.

J. P. Carolan, III
J. P. Carolan, III

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