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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BROWN MAY 17 2005

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May 9, 2005

Florida Department of State
Registration Section, Division of Corp.
409 E. Gaines Street
Tallahassee, FL 32399

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE: Organization of WS32, LLC

Dear Sir or Madam:

To effect the organization of WS32, LLC, we deliver to you herewith the following documents:

1. Original and two copies of the Articles of Organization;
2. Original and two copies of the Statement Accepting Appointment as Registered Agent; and
2. One check in the amount of \$130.00 payable to the Florida Department of State in payment of the organization fee and the issuance of a Certificate of Status.

We respectfully request that you accept the enclosed Articles of Organization for filing. Please return a conformed copy of the Articles of Organization, together with a Certificate of Status for WS32, LLC to our office in the enclosed Fed Ex envelope. Should you have any questions regarding this filing or the enclosed documents, or if you require additional information, please feel free to contact me.

Florida Department of State
May 9, 2005
Page 2

Thank you for your prompt attention to this matter.

Very truly yours,



R. Bradley Carr
for Andersen, Tate, Mahaffey & McGarity, P.C.

RBC/bsa

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF WS32, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is **WS32, LLC**.

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is P.O. Box 611575, 8 Georgetown Avenue, Suite 8A, 1st Floor, Rosemary Beach, FL 32461.

ARTICLE III — Registered Agent and Registered Office

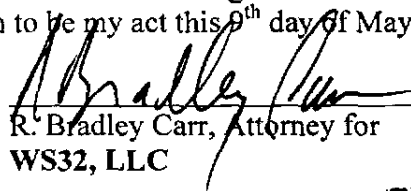
The name and the Florida street address of the initial registered agent are Brad Zeitlin, P.O. Box 611575, 8 Georgetown Avenue, Suite 8A, 1st Floor, Rosemary Beach, FL 32461.

ARTICLE IV – Manager or Managing Members

The name and address of each Manager or Managing Member is as follows:

Mosaic Capital Partners II, LLC, Managing Member, P.O. Box 611575, 8 Georgetown Avenue, Suite 8A, 1st Floor, Rosemary Beach, FL 32461.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 9th day of May, 2005.


R. Bradley Carr, Attorney for
WS32, LLC

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TALLAHASSEE, FLORIDA

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

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



Brad Zeitlin, Registered Agent
of WS32, LLC

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