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LIMITED LIABILITY COMPANY

Florida West Holdings II, LLC

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PLEASE DELIVER TO:

NAME	FIRM	FACSIMILE #:	CONFIRMATION #.
1. Division of Corporations	Florida Dept of State	850-205-0383	
RE: Florida West Holdings II, LLC			
Fax Audit No. H050001493373			

Comments:

Please file the attached regarding the above-referenced limited liability company:

- Articles of Organization; and
- Certificate of Registered Agent.

We have requested a certificate of status and a certified copy of same.

Thank you.

From: Jennifer A. Nogalski, Esq. Phone No. 239-593-2970
THE ORIGINAL OF THIS DOCUMENT WILL BE SENT BY _____

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**ARTICLES OF ORGANIZATION
OF
FLORIDA WEST HOLDINGS II, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Florida West Holdings II, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and initial principal office of the Company shall be 169 Park Row Brunswick, Maine 04011.

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 or in the Company's Operating Agreement.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is Mary Beth M. Clary, Esquire, Porter, Wright, Morris & Arthur LLP, 5801 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108.

ARTICLE V - MANAGEMENT

The Company shall be managed by a Manager in accordance with the Operating Agreement adopted by the Members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. At the time that these Articles of Organization are executed, the Manager is as follows:

Kevin Kelley, Manager (MGR)
169 Park Row
Brunswick, Maine 04011

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IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization on this 16 day of June, 2005.


Kevin Kelley, Manager

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Florida West Holdings II, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent 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 her duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: June 16th, 2005.



Mary Beth M. Clary, Registered Agent

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