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**LIMITED LIABILITY COMPANY**  
**COOPER CAPITAL MANAGEMENT, LLC**

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**ARTICLES OF ORGANIZATION**  
**OF**  
**COOPER CAPITAL MANAGEMENT, LLC**

The undersigned executes these Articles of Organization of Cooper Capital Management, LLC to form a limited liability company pursuant to the Florida Limited Liability Company Act:

**ARTICLE I. NAME**

The name of the limited liability company is: Cooper Capital Management, LLC.

**ARTICLE II. ADDRESS**

The mailing and street address of the principal office of the limited liability company is 1511 Swann Avenue, Tampa, Florida 33606.

**ARTICLE III. REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of the limited liability company is 101 East Kennedy Boulevard, Suite 3700, Tampa, Florida 33602, and the name of the Company's initial registered agent at that address is John C. Connery, Jr.

*Having been named 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 complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
John C. Connery, Jr.

**ARTICLE IV. MANAGEMENT OF COMPANY**

The limited liability company is to be a manager-managed company.

**EXECUTED:** August 5, 2005

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John C. Connery, Jr.

Authorized Representative of Member

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