

AUG. 12. 2005 11:02AM
Division of Corporations

TRENAM, KEMKER

NO. 0913 P. 1/4 of 1

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Florida Department of State
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Account Name : TRENAM, KEMKER, SCHARF, BARKIN, FRYE, O'NEILL & MULLIS, P.A.
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

FERN, LLC

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TRENAM, KEMKER

NO. 0913 P. 2/4

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ARTICLES OF ORGANIZATION

OF

FERN, LLC

The undersigned authorized representative hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

FERN, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

11968 N. Florida Avenue
Tampa, Florida 33612

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 11968 N. Florida Avenue, Tampa, Florida 33612, and the initial registered agent of the Company at such office shall be Joseph DiGerlando. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

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ARTICLE IV**Operating Agreement**

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE V**Amendment of Articles of Organization**

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.



Joseph D. Gerlando, Sole Member

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TRENAM, KEMKER

NO. 0913 P. 4/4

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FERN, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, JOSEPH DIGERLANDO, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 23 day of June, 2005.


JOSEPH DIGERLANDO

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