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DIVISION OF CORPORATIONS

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LIMITED LIABILITY COMPANY

Travel Counselors, LLC

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TRAVEL COUNSELORS, LLC

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ARTICLES OF ORGANIZATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned authorized representative does hereby certify that these Articles of Organization are being filed for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

ARTICLE I

NAME

The name of the Company shall be:

Travel Counselors, LLC

ARTICLE II

ADDRESS AND PLACE OF BUSINESS

The mailing and street address for the Company's principal office is SunTrust Financial Centre, Suite 1700, 401 E. Jackson Street, Tampa, Florida 33602-5803.

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is SunTrust Financial Centre, Suite 1700, 401 E. Jackson Street, Tampa, Florida 33602-5803, and the name of its initial registered agent is Ronald G. Hock. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 20th day of September, 2005.



RONALD G. HOCK

Authorized Representative of the Member(s)

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SEP-20-05 17:54

FROM-AkermanSenterfitt

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TRAVEL COUNSELORS, LLC

ACCEPTANCE BY REGISTERED AGENT

2005 SEP 21 A 11:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been appointed the registered agent of Travel Counselors, LLC, the undersigned accepts such appointment, agrees to act in such capacity, and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 20~~th~~ day of September, 2005.

Ronald G. Hock

RONALD G. HOCK
Registered Agent