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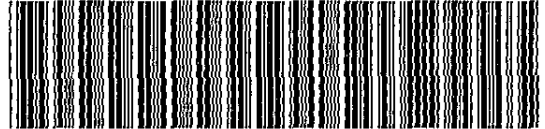
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 671687 7287317

AUTHORIZATION :

Patricia Pignata

COST LIMIT : \$ 125.00

ORDER DATE : October 25, 2005

ORDER TIME : 5:34 PM

ORDER NO. : 671687-005

CUSTOMER NO: 7287317

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TALLAHASSEE, FLORIDA

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NAME: ECHELON LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Joyce Markley - EXT. 2930

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
ECHELON LLC**

The undersigned member 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.

ARTICLE I

Name

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

ECHELON LLC

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ARTICLE II

Principal Office and Mailing Address

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

235 3rd Street South, Suite 300
St. Petersburg, FL 33701

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 1201 Hays Street, Tallahassee, Florida 32301, and the initial registered agent of the Company at such office shall be Corporation Service Company. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Business and Purposes

The general purpose for which the Company is organized is the transaction of any and all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act and any amendments thereto, and in connection therewith, the Company shall have and may exercise any and all powers conferred from time to time by law upon limited liability companies formed under such Act.

ARTICLE V

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 VI

Management of the Company

The Company is to be managed by one or more managing members. Initially, there shall be one managing member and the name and address of the initial managing member is:

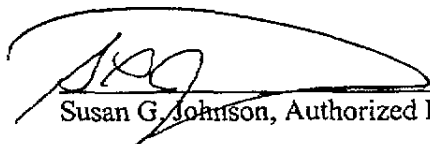
Echelon Holdings LLC
235.3rd Street South, Suite 300
St. Petersburg, FL 33701

ARTICLE VII

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 this 19th day of October, 2005, for the uses and purposes herein stated.



Susan G. Johnson, Authorized Representative

ECHELON LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Corporation Service Company, 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 25th day of October, 2005.

Corporation Service Company

By: Patricia Pizzuto

Patricia Pizzuto
Asst. Secretary