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**LIMITED LIABILITY COMPANY**

**Fralin Investments III, LLC**

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**ARTICLES OF ORGANIZATION**  
**OF**  
**FRALIN INVESTMENTS III, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, as amended, does hereby adopt the following Articles of Organization for such company:

**ARTICLE I. NAME**

The name of this company shall be FRALIN INVESTMENTS III, LLC; and shall be referred to herein as "the Company" or "this Company."

**ARTICLE II. MAILING AND STREET ADDRESS**

The mailing address for the Company is 752 Commerce Drive, Suite 3, Venice, Florida 34292; the street address for the Company is 752 Commerce Drive, Suite 3, Venice, Florida 34292.

**ARTICLE III. REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent and office for this Company is as follows:

JAMES S. FRALIN  
752 Commerce Drive, Suite 3  
Venice, FL 34292

Prepared By:  
Joseph L. Najmy, Esq. (FBN: 0847283)  
Porges, Hamlin, et al.  
6320 Venture Drive Suite 104  
Bradenton, FL 34202  
(941)907-3216

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**ARTICLE IV. MANAGEMENT OF COMPANY**

This Company shall be managed by its members.

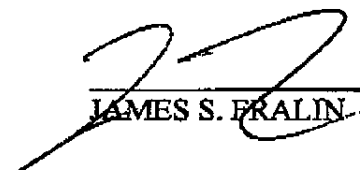
IN WITNESS WHEREOF, the undersigned, has signed these Articles of Organization on this 10TH day of November, 2005.

  
\_\_\_\_\_  
JAMES S. FRALIN, Member

  
\_\_\_\_\_  
KRISTINE FRALIN, Member

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.

  
\_\_\_\_\_  
JAMES S. FRALIN

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