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Account Number : 076064003722 Phone : (407) 422-6583

Fax Number (954) 343-6962

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ARTICLES OF ORGANIZATION OF

COOK-BROWN PARTNERS, LLC

ARTICLE I - Name:

The name of the Limited Liability Company is COOK-BROWN PARTNERS, LLC.

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall begin with the filing of these Articles with the Florida Department of State, and shall exist perpetually, unless sooner dissolved in accordance with the Operating Agreement of the Limited Liability Company or Florida law.

ARTICLE III - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 25224 Pelican Creek Circle, # 201, Bonita Springs, Florida 34134.

ARTICLE IV - Registered Agent:

The name and address of the initial registered agent for this Limited Liability Company is **DAVID WEISMAN**, 100 W. Cypress Creek Road, Suite 700, Fort Lauderdale, Florida 33309.

ARTICLE V - Managers:

The Limited Liability Company is to be managed by a Manager and the name and address of the initial managers who are to serve as managers are:

JAMES CLIEN 25224 Pelican Creek Circle #201 Bonita Springs, Fl. 34134

> Greenspoon Marder, P.A. 100 West Cypress Creek Road, #700, Ft. Lauderdale, Florida 33309 (954) 491-1120 / Fax (954) 771-9264

JAN. 9.2006 1:35PM

> Whereof, the undersigned member has executed these Articles the $\frac{45}{6}$ day of thury , 2006.

DAVID WEISMAN

Authorized Representative of Member

CERTIFICATE OF DESIGNATION OF COOK-BROWN PARTNERS, LLC REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

COOK-BROWN PARTNERS, LLC

The name and address of the registered agent and office is: 2.

> DAVID WEISMAN 100 W. Cypress Creek Road, Suite 700 Fort Lauderdale, Florida 33309

> DAVID WEISMAN, Registered Agent

Having been named as registered agent and 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.

DAVID WEISMAN (Signature)

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Greenspoon Marder, P.A. 100 W. Cypress Creek Road, #700 Pt. Lauderdale, Florida 33309 Office: (954) 491-1120 / Facsimile: (954) 771-9264