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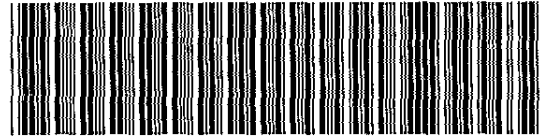
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CORPORATION SERVICE COMPANY*

ACCOUNT NO. : 072100000032

REFERENCE : 843679 3487A

AUTHORIZATION :

COST LIMIT : \$ 125.00

2006 FEB - 1 PM 12:57
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : January 31, 2006

ORDER TIME : 4:0 PM

ORDER NO. : 843679-005

CUSTOMER NO: 3487A

DOMESTIC FILING

NAME: PRANA MANAGEMENT LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
PRANA MANAGEMENT LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be PRANA MANAGEMENT LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 15 Paradise Plaza, Suite 300, Sarasota, Florida 34239.

ARTICLE III -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company for service of process in the State of Florida is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A. (Attention: John J. Waskom), 2033 Main Street, Suite 600, Sarasota, FL 34237.

ARTICLE IV -- MANAGEMENT

The Company is to be a member-managed company. The only member of the Company shall be Mark Walter, whose address is 15 Paradise Plaza, Suite 300, Sarasota, Florida 34239.

ARTICLE V -- OPERATING AGREEMENT

Any operating agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Company, as amended and in existence from time to time.

The authorized representative has executed these Articles of Organization at Sarasota, Florida, on this 31st day of January, 2006.




John J. Waskom, Authorized
Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the registered agent appointed in the Articles of Organization of PRANA MANAGEMENT LLC, hereby accepts the appointment as registered agent and represents that the undersigned is familiar with, and accepts, the obligations of the registered agent position as provided for in the Florida Limited Liability Company Act.

ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

By: 
John J. Waskom,
a Vice President

Registered Agent