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FOWLER WHITE NAPLES

05/01/2006

Division of Corporations

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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : FOWLER WHITE BOGGS BANKER P.A. (NAPLES OFFICE)  
Account Number : I20050000089  
Phone : (239) 598-1221  
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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

RUBELL, LLC

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**ARTICLES OF ORGANIZATION  
OF  
RUBELL, LLC**

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SEAL OF THE STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I -- NAME**

The name of the limited liability company shall be RUBELL, LLC (the "Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the Company shall be 878 109<sup>th</sup> Avenue North, Naples, Florida 34108.

**ARTICLE III -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Fowler White Boggs Banker P.A. at 5811 Pelican Bay Boulevard, Naples, Florida 34108.

**ARTICLE IV -- MANAGEMENT**

The Company shall be managed by a Board of Managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Naples, Florida on this 25 day of April, 2006.

**MEMBER:**

NEPHRON FIELDS, LLC,  
a Florida limited liability company

By: Mark S. Russo  
Mark S. Russo, Manager

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RUBELL, LLC

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## ACCEPTANCE OF REGISTERED AGENT

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

FOWLER WHITE BOGGS BANKER P.A., located at 5811 Pelican Bay Blvd, Suite 600, Naples, FL 34108, being named in the Articles of Organization of RUBELL, LLC, as the registered agent of the limited liability company, hereby consents to accept service of process for the limited liability company at the address set forth above, and accepts the appointment as registered agent and agrees to act in this capacity. By its authorized signature below, the registered agent agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties. By its authorized signature below, the registered agent signifies that it is familiar with and accepts the obligations of the position of registered agent as provided in Florida Statutes Chapter 608.

FOWLER WHITE BOGGS BANKER P.A.,  
Registered Agent

By: 

Jeanne L. Seewald

Date: 4-25-06

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