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FLORIDA/FOREIGN LIMITED LIABILITY CO.

WILLIAM PENN DEVELOPMENT, LLC

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ARTICLES OF ORGANIZATION
OF
WILLIAM PENN DEVELOPMENT, LLC

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I
Name

The name of this Company shall be: WILLIAM PENN DEVELOPMENT, LLC.

ARTICLE II
Place of Business

The principal place of business and mailing address of this Company shall be 403 East Madison Street, Suite 400, Tampa, Florida 33602, and such other place or places as may be designated by the manager from time to time.

ARTICLE III
Registered Agent and Office

The initial registered agent for this Company shall be DARRYL R. RICHARDS, and the address of the registered agent for service of process shall be 403 East Madison Street, Suite 400, Tampa, Florida 33602.

ARTICLE IV
Management of Business

The Company shall be manager-managed.

The undersigned has executed these Articles of Organization this 11 day of July, 2006.


DARRYL R. RICHARDS

Prepared By:
Roger A. Larson, Esquire
Johnson, Pope, Bokor,
Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33766
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CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 403 East Madison Street, Suite 400, Tampa, Florida 33602, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated: July 11, 2006



DARRYL R. RICHARDS

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