

Division of Corporations

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Florida Department of State
Division of Corporations
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*SBM***FLORIDA/FOREIGN LIMITED LIABILITY CO.****Mangrove Equity Partners, LLC**

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**ARTICLES OF ORGANIZATION
OF
MANGROVE EQUITY PARTNERS, LLC
(A Florida Limited Liability Company)**

**ARTICLE I
NAME**

The name of the Limited Liability Company is Mangrove Equity Partners, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is:

101 South Franklin Street
Suite 202
Tampa, FL 33602

**ARTICLE III
DURATION**

The period of duration for the limited liability company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by its members and is, therefore, a member-managed company.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Limited Liability Company's initial registered agent is:

NRAI Services, Inc.
2731 Executive Park Drive, Suite 4
Weston, Florida 33331

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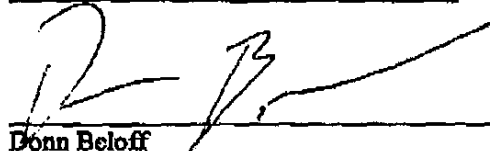
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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 31st day of October, 2006.

AUTHORIZED REPRESENTATIVE:



Donn Beloff

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of Mangrove Equity Partners, LLC, a Florida Limited Liability Company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 31st day of October, 2006.

NRAI Services, Inc.

By: Sharon K. GrayName: Sharon K. GrayTitle: Assistant Secretary