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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Sunrise Mezzanine, LLC

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Facsimile Audit No. 1060002747453ARTICLES OF ORGANIZATION
OF
SUNRISE MEZZANINE, LLC

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned (the "Member") acting as the organizer and as the initial Member of **SUNRISE MEZZANINE, LLC**, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company is:

SUNRISE MEZZANINE, LLC

ARTICLE II
PURPOSE AND POWERS

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., or the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III
INITIAL REGISTERED AGENT, REGISTERED OFFICE ADDRESS

The street address and mailing address of the initial principal office and initial registered office of this Company is 250 Park Avenue South, Suite 600, Winter Park, Florida 32789 and the name of the initial registered agent of this Company at that address is David Jasmund.

ARTICLE IV
DURATION

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law or the Company's Operating Agreement.

ARTICLE V
MANAGEMENT

The Company shall be managed by one or more managers as provided in the Company's Operating Agreement.

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ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

The Company shall admit new Members as provided in the Operating Agreement of the Company.

ARTICLE VII
MEMBERS RIGHTS TO CONTINUE BUSINESS

Unless otherwise provided in the Operating Agreement of the Company, the Company shall not be dissolved upon the death, retirement, resignation, expulsion, or bankruptcy of a Member.

ARTICLE VIII
AMENDMENTS

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

13 IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization as of the day of November, 2006.

PCE HOLDINGS, INC.,
a Florida corporation

David Jasmund
Vice President

ACCEPTANCE OF APPOINTMENT AS 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 these Articles of Organization, 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 as provided in Chapter 608, Fla. Stat.

David Jasmund

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