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LS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

UNIVERSITY EXECUTIVE HOLDINGS II, LLC

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Page Count	01
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION
OF
UNIVERSITY EXECUTIVE HOLDINGS II, LLC**

The undersigned person, acting as the organizer of UNIVERSITY EXECUTIVE HOLDINGS II, LLC, under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company is:

UNIVERSITY EXECUTIVE HOLDINGS II, LLC

ARTICLE II - COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the company will commence on the date these Articles of Organization are filed with the Florida Department of State, and the existence of the company shall be perpetual.

ARTICLE III - PURPOSE

The company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the company is 2630 University Parkway, Sarasota, Florida 34243, and the name of the company's initial registered agent at that address is **MARK W. INGRAM.**

ARTICLE V - PLACE OF BUSINESS

The mailing address of the principal office of the company is P. O. Box 2199, Sarasota, Florida 34230, and the street address is 2630 University Parkway, Sarasota, Florida 34243.

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ARTICLE VI - MANAGEMENT BY MANAGER

The company shall be managed by a Manager and the name and address of the initial Manager is:

MARK W. INGRAM
P. O. Box 2199
Sarasota, Florida 34230

ARTICLE VII - ORGANIZER

The name and street address of the organizer executing these Articles of Organization is:

MARK W. INGRAM
2630 University Parkway
Sarasota, Florida 34243

ARTICLE VIII - TERMINATION OF MEMBERSHIP INTEREST

The company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

ARTICLE IX - AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to the Articles of Organization shall be approved by all of the members and shall be as prescribed by the Secretary of State of the State of Florida.

DATED: May 17, 2007.

(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.)


MARK W. INGRAM, Member

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ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, the following is submitted:

That UNIVERSITY EXECUTIVE HOLDINGS II, LLC, desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 2630 University Parkway, Sarasota, Florida 34243, has named MARK W. INGRAM as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for UNIVERSITY EXECUTIVE HOLDINGS II, LLC at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act, as amended, relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 608.415, Florida Statutes.

DATE: May 17, 2007.


MARK W. INGRAM

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