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BOOSE CASEY

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NO 72

P001

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) 617-6383

From:

Account Name : CASEY CIKLIN LUBITZ MARTENS & O'CONNELL

Account Number : 076376001447

Phone : (561) 832-5900

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

UST VP LAND, LLC

Certificate of Status	0
Certified Copy	1
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NO.722 P002

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ARTICLES OF ORGANIZATION

OF

UST VP LAND, LLC

The undersigned individual hereby organizes and forms a limited liability company under and pursuant to Chapter 608, Florida Statutes as follows:

ARTICLE 1.

Name of Limited Liability Company

The name of this limited liability company ("Company") shall be UST VP LAND, LLC.

ARTICLE 2.

Period of Duration

This Company shall be in existence for a period of ten years six months from the date of filing these Articles with the Department of State unless sooner terminated by vote of the members.

ARTICLE 3.

Purpose

This Company is organized for the purpose of transacting any and all lawful business which limited liability companies may transact pursuant to Chapter 608, Florida Statutes.

ARTICLE 4.

The Mailing Address and Street Address of the Principal Office of the Limited Liability Company

The mailing address and street address of the principal office of the business of this Company is c/o Estein & Associates USA, Ltd., 4705 S. Apopka Vineland Road, Suite 201, Orlando,

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Florida 32819.

ARTICLE 5.**Registered Agent, Registered Office & Registered Agent's**

The name and the Florida address of the initial registered agent of this Company is Lothar Estein, 4705 S. Apopka Vineland Road, Suite 201, Orlando, Florida 32819. This Company shall have the privilege of having offices at other places within or without the State of Florida and within or without the United States of America. This Company may, at its discretion, at any time, change the address of its place of business.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate. 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 for in Chapter 608, F.S.


Lothar Estein, Registered Agent

ARTICLE 6.**Management**

Management of this Company is reserved to LOTHAR ESTEIN as the Managing Member, who shall serve as the Managing Member of this Company until such time as another manager is designated in accordance with the Operating Agreement of the Company. Lothar Estein's address is 4705 S. Apopka Vineland Road, Suite 201,

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Orlando, Florida 32819.

ARTICLE 7.

Indemnification of Members and Manager

Except in the case of gross negligence or willful or wanton misfeasance or malfeasance, this Company shall indemnify and save harmless every manager and member of the Company from all costs and expense incurred by him, her or it in connection with the defense of any action, suit or proceeding, whether civil or criminal, in which he, she or it is made a party as a result of having been a member of or manager of this Company.

ARTICLE 8.

Right of Assignment

The original subscriber of this Company shall have the right, upon its organization, to assign and deliver his or its subscriptions to any persons or entities who may hereafter become subscribers to the membership interests of the Company, who upon acceptance of such assignment, shall have all the liabilities and duties of said subscriber.

(SIGNATURE ON NEXT PAGE)

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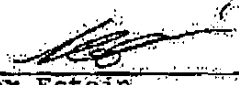
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In witness of the foregoing, I have hereunto set my hand and seal this 11th day of October, 2007.

(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.)


Lothar Estein

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