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GUNSTER YOAKLEY

Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

ERIP Holdings, LLC

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**ARTICLES OF ORGANIZATION
OF
ERIP HOLDINGS, LLC**

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization for such Company:

ARTICLE I

NAME

The name of the Company is ERIP Holdings, LLC.

ARTICLE II

ADDRESS

The mailing address and the street address of the principal office of the Company is 1512 E. Broward Boulevard, Suite 110, Fort Lauderdale, FL 33301.

ARTICLE III

**INITIAL REGISTERED AGENT, REGISTERED OFFICE &
ACCEPTANCE AS DESIGNATION AS REGISTERED AGENT**

The name and street address in Florida of the initial Registered Agent of the Company are Joseph J. Lalli at 1512 E. Broward Boulevard, Suite 110, Fort Lauderdale, FL 33301.

Acceptance 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 for in Chapter 608, F.S.


JOSEPH J. LALLI
Initial Registered Agent

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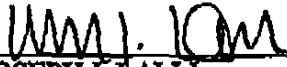
ARTICLE IV

MEMBERSHIP UNITS

The Company is authorized to issue One Hundred (100) Membership Units.

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.

Dated: December 4, 2007



JOSEPH J. LALLI
Member

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