

01/30/2008 16:47 FAX

(850) 617-3383

STEARNS WEAVER MILLER

01/003

Division of Corporations

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Florida Department of State  
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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Carlisle Group XII, LLC**

Certificate of Status	0
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Thomas JAN 31 2008

**ARTICLES OF ORGANIZATION OF  
CARLISLE GROUP XII, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company is Carlisle Group XII, LLC (the "Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company is 2950 South 27<sup>th</sup> Avenue, Suite 200, Miami, Florida 33133.

**ARTICLE III - DURATION**

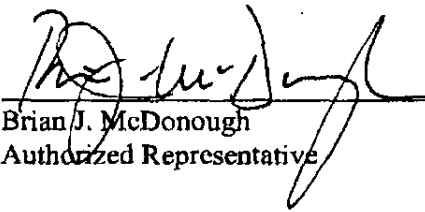
The period of duration for the Company shall be perpetual.

**ARTICLE IV - REGISTERED OFFICE AND AGENT AND ADDRESS**

The name and street address of the registered agent of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Brian J. McDonough	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 30<sup>th</sup> day of January, 2008.

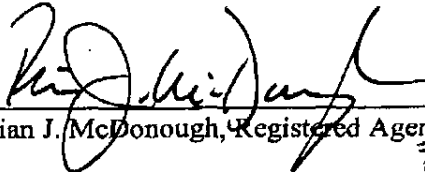
  
\_\_\_\_\_  
Brian J. McDonough  
Authorized Representative

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## REGISTERED AGENT=S ACCEPTANCE

Having been named as registered agent and to accept service of process for Carlisle Group XII, LLC at the place designated in this certificate, the undersigned hereby 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 her duties, and is familiar with and accepts the obligations of her position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: January 30, 2008

  
Brian J. McDonough, Registered Agent

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