

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 : BAKER & HOSTETLER LLP  
Account Number : I19990000077  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

1440 Holdings, LLC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**

**OF**

**1440 HOLDINGS, LLC**

**ARTICLE I**

Name and Duration

The name of this limited liability company is 1440 HOLDINGS, LLC (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

**ARTICLE II**

Principal Office

The street address and mailing address of the principal office of the Company is 32333 Aurora Road, Suite 300, Solon, Ohio 44139, or such other place as the members of the Company may determine from time to time.

**ARTICLE III**

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 200 South Orange Avenue, Suite 2300, in the City of Orlando, County of Orange, Florida 32801. The name of the registered agent at such address is A.G.C. Co.

DATED as of the 22 day of September, 2008.

  
Anthony J. Scaletta, Authorized Representative

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 608.415, 1440 HOLDINGS, LLC submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is 1440 HOLDINGS, LLC.
2. The name and address of the registered agent and office is: A.G.C. Co., 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, by and through its authorized officer, 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 its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: September 22, 2008.

A.G.C. Co.

By: 

Name: Kenneth C. Wright

Title: Vice President