

NOV-18-2008(TUE) 17:50 CARLTON FIELDS

Division of Corporations

P. 001

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**WPGI, LLC**

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EXAMINER

**ARTICLES OF ORGANIZATION  
OF  
WPG1, LLC**

The undersigned hereby forms and organizes a limited liability company pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act") and adopts the following Articles of Organization of WPG1, LLC (the "Company"):

**ARTICLE ONE**

**NAME**

The name of the limited liability company is: WPG1, LLC

**ARTICLE TWO**

**ADDRESS**

The street address and the mailing address of the Company is: 1800 2<sup>nd</sup> Street, Sarasota, Florida 34236.

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**ARTICLE THREE**

**INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Company in the State of Florida is CFRA, LLC, Corporate Center Three at International Plaza, 4221 West Boy Scout Boulevard, Tampa, Florida 33607-5736.

**ARTICLE FOUR**

**MANAGEMENT**

The Company will be a manager-managed company.

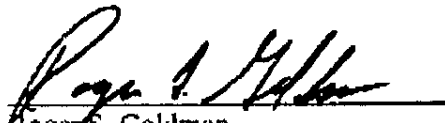
ARTICLE FIVE

INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if he/she acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, these Articles of Organization have been executed by an authorized representative of a member of the Company as of the November 18, 2008.

  
 Roger S. Goldman,  
 Authorized Representative

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 CLERK OF DISTRICT COURT  
 JUDGE ASSESSOR  
 FLORIDA

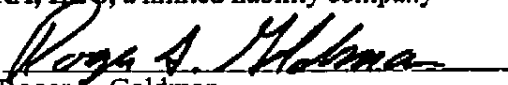
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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

The undersigned, being the entity named in the Articles of Organization of WPG1, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as Registered Agent.

CFRA, LLC, a limited liability company

By:

  
Roger S. Goldman,  
Authorized Representative

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