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Lincolnshire Smith LLC

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ARTICLES OF ORGANIZATION OF
LINCOLNSHIRE SMITH LLC

The undersigned authorized representative of the Member of a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby submits the following Articles of Organization:

ARTICLE I. NAME - The name of the limited liability company shall be Lincolnshire Smith LLC (the "Company").

ARTICLE II. DURATION - The period of the Company's duration shall commence on the date of filing of these Articles of Organization and shall exist perpetually, unless terminated in accordance with the Company's operating agreement.

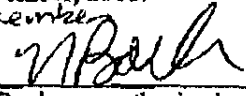
ARTICLE III. PURPOSE - The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. ADDRESS OF PRINCIPAL & MAILING ADDRESS - The initial street address of the principal office and the mailing address of the Company shall be 555 Skokie Boulevard, Suite 555, Chicago, IL 60062.

ARTICLE V. MANAGEMENT - The company will be manager managed. The initial manager is Lincolnshire Associates II, Ltd., 555 Skokie Boulevard, Suite 555, Chicago, IL 60062.

ARTICLE VI. REGISTERED AGENT - The name and street address of the initial registered agent of the Company in the State of Florida is Corporate Creations, 941 4th Street, 2nd Floor, Miami Beach FL 33139.

IN WITNESS WHEREOF, the undersigned authorized representative of the Member has executed these Articles of Organization on this 8 day of ~~November~~ ^{December}, 2008.

By: 
Noel R. Boeke, as authorized
representative of the Member

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Registered Agent Acceptance

I hereby accept the appointment as registered agent of Lincolnshire Smith LLC and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative 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.

Dated: December 8, 2008

CORPORATE CREATIONS

By: **Jim Perkins, Vice President**

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