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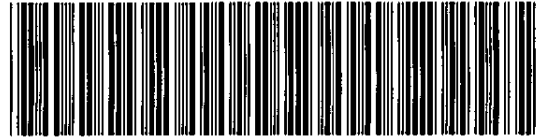
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DEC 24 2008

EXAMINER

FILED  
08 DEC 24 AM 11:15  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 838304 4384197

AUTHORIZATION :

COST LIMIT : \$ 125.00

EFFECTIVE DATE

FILED  
08 DEC 24 AM 11:15  
TALLAHASSEE, FLORIDA

ORDER DATE : December 23, 2008

ORDER TIME : 3:59 PM

ORDER NO. : 838304-005

CUSTOMER NO: 4384197

DOMESTIC FILING

NAME: LA PLACE DU SOLEIL II, LLC

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX \_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX \_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: \_\_\_\_\_

**EFFECTIVE DATE** 12/23/08  
**ARTICLES OF ORGANIZATION**  
**OF**  
**LA PLACE DU SOLEIL II, LLC**

**FILED**  
**08 DEC 24 AM 11:15**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

These Articles of Organization are made for the purpose of organizing a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes.

**ARTICLE I: NAME**

The name of this limited liability company is **LA PLACE DU SOLEIL II, LLC** (the "Company").

**ARTICLE II: ADDRESS OF COMPANY**

The mailing address of the Company is:

**201 West Centre Street**  
**Mahanoy City, Pennsylvania 17948**

The street address of the principal office is:

**201 West Centre Street**  
**Mahanoy City, Pennsylvania 17948**

**ARTICLE III: REGISTERED AGENT**

The name and address of the registered agent of the Company is:

**Corporation Service Company**  
**1201 Hays Street**  
**Tallahassee, Florida 32301**

#### ARTICLE IV: MANAGEMENT OF THE COMPANY

The Company will be a member – managed company.

The name and address of the initial Managing Member are as follows:

Title:

Managing Member ("MGRM"):

Name and Address:

La Place du Soleil, Inc.  
201 West Centre Street  
Mahanoy City, Pennsylvania 17948

#### ARTICLE V: 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.

The undersigned authorized representative has executed these Articles of Organization effective as of December 23, 2008.

  
Miles L. Plaskett

*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.*

### ACCEPTANCE BY 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 this certificate, Corporation Service Company hereby accepts the appointment as Registered Agent and agrees to act in this capacity. Corporation Service Company 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 its position as Registered Agent as provided for in Chapter 608, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Michele Polsky  
Name: Michele Polsky  
Title: Assistant VP