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To:

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From:

Account Name

: GREENBERG TRAURIG (ORLANDO)

Account Number: 103731001374

Phone

: (407)418-2435

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# FLORIDA/FOREIGN LIMITED LIABILITY CO.

## Florida Landco II Holdings, LLC

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#### FLORIDA LANDCO II, LLC

200 S. Orange Ave., Suite 1900 Orlando, FL 32801

December 30, 2008

Florida Secretary of State Division of Corporations Tallahassee, FL

RE: Approval of Use of Name - Florida Landco II Holdings, LLC

Dear Sir/Madam:

In my official capacity as Manager of Florida Landco II, LLC, I hereby authorize and approve use of a similar name "Florida Landco II Holdings, LLC" for a new limited liability company to be formed. Both our company and the new limited liability company being formed will be owned and operated by the same management and, therefore, use of a similar name poses no issue.

Sincerely yours,

SEALY CAPITAL GROUP, LLC, a Florida limited liability company.

By:

Brett A. Sealy, Managing Member

GREENBERG TRAURIG

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#### STATE OF FLORIDA

### ARTICLES OF ORGANIZATION OF FLORIDA LANDCO II HOLDINGS, LLC

(a Florida limited liability company)

These Articles of Organization of FLORIDA LANDCO II HOLDINGS, LLC, a Florida limited liability company (the "Company"), dated as of the 30th day of December, 2008, are being duly executed and filed by Brett A. Sealy, who is authorized to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608 of Florida Statutes).

ARTICLE I - Name:

The name of the limited liability company is:

#### FLORIDA LANDCO II HOLDINGS, LLC

ARTICLE II - Address:

The principal address and mailing address of the Company is:

200 South Orange Ave., Suite 1900

Orlando, FL 32801

ARTICLE III - Registered Agent, Registered Office and Registered Agent's Signature;

The Registered Agent and Registered Office for service of process is as follows:

Name

Brett A. Sealy

Address:

200 South Orange Ave., Suite 1900

Orlando, FL 32801

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act and all other applicable laws, relative to the proper and complete performance of my duties, as regi<u>st</u>ered agent.

> Brett A. Sealy Registered Agent

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.

Brett A. Sealy, Authorized Representative