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DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

09 APR 15 PM 12:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR

APR 15 2009

EXAMINER

**ARTICLES OF ORGANIZATION  
OF  
FLORIDA SB POOL, LLC**

The Articles of Organization following are adopted for the purpose of organizing a Company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

**FILED**  
**09 APR 15 PM 12:20**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I**

*Name and Address of Company*

The name of the Company is Florida SB Pool, LLC. The Company's street address and mailing address is 12051 Corporate Boulevard, Orlando FL 32817-1415.

**ARTICLE II**

*Commencement and Duration of Company*

The Company shall exist from the date of filing these Articles with the Florida Department of State until the occurrence of any of the events specified in Section 608.441, unless continued by the unanimous consent of all of the remaining members.

**ARTICLE III**

*Management*

The Company's initial manager is Henry Fishkind whose address is 12051 Corporate Boulevard, Orlando FL 32817-1415. He shall serve until the first annual meeting of the members. The Company, thereafter, will be managed by a manager or managers elected annually, as provided in the Company's Operating Agreement and Regulations.

**ARTICLE IV**

*Admission of Additional Members*

Additional members may be admitted to the Company if all the current members agree to the admission of the additional members and to the terms of such admission.

**ARTICLE V**

*Termination of Membership*

If a member of the Company dies, retires, resigns, is expelled, declared insane, becomes bankrupt, is dissolved or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

## ARTICLE VI

### *Registered Agent and Office*

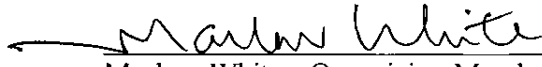
The name and address of the Company's initial registered agent and registered office is Lewis & White, PLC, 222 W. Georgia Street, Tallahassee FL 32301.

## ARTICLE VII

### *Operating Agreement and Regulations*

The members of the Company have the power to adopt, alter, amend, or repeal the operating agreement and regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

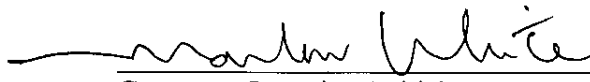
IN WITNESS WHEREOF, I execute my signature on this 15<sup>th</sup> day of April, 2009.

  
Marlow White - Organizing Member

## CERTIFICATE OF RESIDENT AGENT AND OFFICE DESIGNATION

FLORIDA SB POOL, LLC, desiring to organize and qualify under the laws of the State of Florida, with its principal place of business at 12051 Corporate Boulevard, Orlando FL 32817-1415, has named Lewis & White, PLC, as Registered Agent, and 222 W. Georgia Street, Tallahassee FL 32301, as the Resident Office.

Executed: 4/15/09

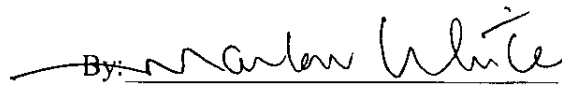
  
Company Organizer/Initial Manager

## ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

WE HEREBY ACCEPT appointment as Registered Agent and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties. We are familiar with and accept the obligations of the position of registered agent.

LEWIS & WHITE, PLC

Executed: 4/15/09

By:   
Authorized Manager