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Division of Corporations

Fax Number : (950)617-6383

Account Name

: MACFARLANE FERGUSON & MCMULLEN (CLEARWATER)

Account Number : 071005001001

: (727)441-8966

Fax Number

: (727)442-8470

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please. **

Email Address:

ecm@macfar.com

FLORIDA LIMITED LIABILITY CO. FMC CYPRESS, LLC

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ARTICLES OF ORGANIZATION

OF

FMC CYPRESS, LLC

The undersigned hereby certifies that he has formed a limited liability company under the State of Florida.

ARTICLE I

<u>Name</u>

The name of the limited liability company shall be FMC CYPRESS, LLC.

ARTICLE II

Address and Place of Business

The mailing address and principal place of business for the limited liability company is:

38135 Market Square Zephyrhills, FL 33540

ARTICLE III

Period of Duration

The limited liability company shall begin existence on the day of filing, and shall continue into perpetuity, or until dissolved in a manner provided by law or by an operating agreement adopted by the Members of the limited liability company.

J. Matthew Marquardt, Esq. Florida Bar No. 981982 Macfarlane Ferguson & McMullen 625 Court Street, Suite 200

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ARTICLE IV

Purposes

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

ARTICLE V

Registered Office and Registered Agent

The street address of the limited liability company's initial registered office is 625 Court Street, Suite 200, Clearwater, FL 33756 and the initial registered agent at such address is J. Matthew Marquardt. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes. J. Matthew Marquardt is specifically authorized to sign and file such Affidavits as may be required under Section 608.407, Florida Statutes.

ARTICLE VI

Management

The management of the limited liability company shall be by its Members.

J. Matthew Marquardt, Esq. Florida Bar No. 981982 Macfarlane Ferguson & McMullen 625 Court Street, Suite 200

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ARTICLE VII

Operating Agreement

The Members of the limited liability company shall adopt an operating agreement pertaining to the regulation, management and affairs of the limited liability company, provided that such operating agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The operating agreement shall be repealed or altered only by the Members of the limited liability company, in the manner now or hereafter prescribed by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 7th day of July, 2010.

J. Matthew Marquard

Attorney and Authorized Representative for the Members

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing was sworn to and subscribed before me under oath this 7th day of July, 2010, by J. MATTHEW MARQUARDT, who is personally known to me.

Notary Public State of Florida
Pamels L Brown
My Commission DD914205
Expires 09/28/2013

Notary Public

Print name: Hawela L.
My commission expires: 09

69/28/2013

J. Matthew Marquardt, Esq. Florida Bar No. 981982 Macfarlane Ferguson & McMullen 625 Court Street, Suite 200

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: FMC CYPRESS, LLC
- 2. The name and address of the registered agent and office is:

J. Matthew Marquardt 625 Court Street Suite 200 Clearwater, Florida 33756

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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 7th day of July, 2010.

Matthew Marquardt

J. Matthew Marquardt, Esq. Florida Bar No. 981982 Macfarlane Ferguson & McMullen 625 Court Street, Suite 200

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