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EXAMINER

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BALCH & BINGHAM LLP

Alabama • Georgia • Mississippi • Washington, DC

Kari Lesser (404) 962-3560

Attorneys and Counselors 30 Ivan Allen Jr. Blvd. NW, Suite 700 Atlanta, GA 30308-3036 (404) 261-6020 (404) 261-3656 Fax www.balch.com

(866) 270-1340 (direct fax) klesser@balch.com

December 3, 2010

BY FEDEX

Clerk of Recording
Florida Department of State
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re:

Merrick Way Litigation Association, PLLC

Articles of Organization

Dear Clerk:

Delivered herewith please find the original and two (2) photocopies of Articles of Organization for Merrick Way Litigation Association, PLLC. I have included a check payable to the Secretary of State of \$155.00, including \$100.00 filing fee, \$25.00 registered agent fee and \$30.00 for a Certified Copy. Please file upon receipt returning evidence of such filing in the Federal Express envelope provided for your convenience.

If you have any questions on the enclosed, please do not hesitate to telephone the undersigned at (404) 962-3560. Thank you in advance for your assistance in this matter.

Sincerely,

Kari Lesser

Paralegal

kl

Enclosures

cc: Philip M. Sprinkle II, Esquire

ARTICLES OF ORGANIZATION OF MERRICK WAY LITIGATION ASSOCIATION, PLLC

ARTICLE I

NAME

The name of this professional limited liability company shall be Merrick Way Litigation Association, PLLC and its mailing address and principal place of business is 95 Merrick Way, Coral Gables, Florida 34996 (the "Company").

ARTICLE II

COMMENCEMENT OF COMPANY EXISTENCE

This Company shall commence existence on the date these Articles of Organization are filed with the Secretary of State of Florida and shall have perpetual existence unless sooner dissolved according to, as applicable, its Operating Agreement or law.

ARTICLE III

PURPOSE

The Company is organized to perform professional services and more specifically to engage in the practice of law, and to render such services subject to the Florida Limited Liability Company Act, including all amendments thereto, and subject to the restrictions imposed on professional limited liability companies by the Florida Professional Service Corporation and Limited Liability Company Act, including all amendments thereto, and shall be authorized to engage in any and all

lawful business purposes as provided under the applicable laws of the State of Florida.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial name and address of the registered agent of this Company is Robert A. Weiss, Esquire, 118 North Gadsen Street, Suite 200, Tallahassee, Florida 32301-1508. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization.

ARTICLE V

MANAGEMENT

The Company shall be a manager managed company as set forth in applicable Florida statutes and regulations. The first Manager of the Company shall be appointed by the Organizer of the Company.

ARTICLE VI

OPERATING AGREEMENT

In the event that an Operating Agreement is adopted by the Members of the Company, the power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Manager.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, this 34 day of Noveber, 2010.

Philip M. Sprinkle, II, Esquire, Organizer

2010 DEC - 6 AM E: 11
SECRETARY OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

Merrick Way Litigation Association, PLLC (the "Company"), desiring to organize as a professional limited liability company under the laws of the State of Florida, has named and designated Robert A. Weiss, Esquire, as its initial registered agent to accept service of process within the State of Florida, with its registered office located at 118 North Gadsen Street, Suite 200, Tallahassee, Florida 32301-1508.

Philip M. Sprinkle, II, Esquire, Organizer

ACKNOWLEDGMENT

Having been named as the initial registered agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections 608.415 and 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as registered agent.