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Florida Department of State
Division of Corporations
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Phone : (813) 224-9255
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LIMITED LIABILITY COMPANY

Buffy Group, L.L.C.

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Certified Copy	1
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**ARTICLES OF ORGANIZATION
OF
BUFFY GROUP, L.L.C.**

The undersigned member, acting as a member of the captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization:

ARTICLE I

Name

The name of this limited liability company is Buffy Group, L.L.C. (the "Company") and its principal office and mailing address is 1510 Ninth Street North, St. Petersburg, Florida 33704.

ARTICLE II

Effective Date

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III

Purpose of Organization

The Company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under Florida law.

ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 220 South Franklin Street, Tampa, Florida 33602, and the initial registered agent of the corporation at such address is John N. Giordano.

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Mindy L. Carreja, Esq.
220 S. Franklin Street, Tampa, FL 33602
813-224-9255
Fla Bar# 90824

9111-109637

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ARTICLE V

Management of the Company

The Company shall be managed by a Manager who shall be elected annually by the members in the manner set forth in the Company's Operating Agreement.

ARTICLE VIII

Operating Agreement

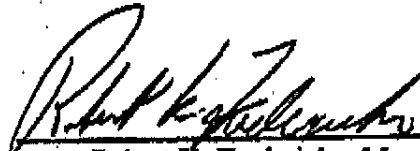
The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

ARTICLE IX

Indemnification

If the criteria set forth in §608.4363, *Florida Statutes*, or any successor statute, have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4363, *Florida Statutes*.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 1 day of October, 1999.


Robert K. Fredericks, Member

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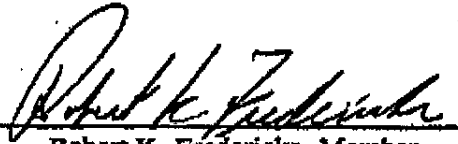
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**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 608.415, *Florida Statutes*, Buffy Group, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates John N. Giordano an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.


Robert K. Fredericks, Member

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ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation and agree to act as such in accordance with the provisions of §§48.091 and 608.415, *Florida Statutes*.


John N. Giordano

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