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November 12, 1999

SENT VIA FEDERAL EXPRESS

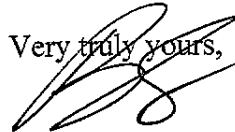
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

RE: Terry Suntree L.C.

Enclosed please find an original and one copy of the Articles of Organization for Terry Suntree L.C.. Also enclosed please find this firm's check in the amount of \$160.00 for the filing fee and a certified copy of the Articles after filing and certificate of status. If you have any questions, please do not hesitate to give us a call.

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Very truly yours,



Barbara Schack
Legal Assistant

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
11-16-99

ARTICLES OF ORGANIZATION
TERRY SUNTREE L.C.

The following shall constitute Articles of Organization for Terry Suntree, L.C., a limited liability company:

- ARTICLE I.** **Name:** The name of the Limited Liability Company is Terry Suntree L.C.
- ARTICLE II.** **Address:** The mailing address and street address of the principal office of the Limited Liability Company is 4995 Murphy Canyon Road, Suite 300, San Diego, CA 92123.
- ARTICLE III.** **Initial Registered Agent:** The name and street address of the initial registered agent for Service of process in Florida is Edward J. Schack, 7954 Pines Boulevard, Pembroke Pines, FL 33024.
- ARTICLE IV.** **Management:** The Limited Liability Company is to be a manager-managed company.

Dated: November 10, 1999

By: Edward J. Schack
Edward J. Schack, as authorized
representative of the Terry Suntree,
L.C., and Russell W. Millard, Member

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for Terry Suntree, L.C., at 7954 Pines Boulevard, Pembroke Pines, FL 33024, 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.

Edward J. Schack
Edward J. Schack

Dated: November 10, 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA