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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : SMITH HULSEY & BUSEY
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LIMITED LIABILITY COMPANY

High Mark Securities, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
HIGH MARK SECURITIES, L.L.C.**

The undersigned organizer, who is the authorized representative of the members of High Mark Securities, L.L.C. (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is High Mark Securities, L.L.C.

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is 500 South Florida Avenue, Suite 240, Lakeland, Florida 33801.

ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

ARTICLE IV - MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned organizer has executed the foregoing Articles of Organization on the 3rd day of December, 1999.


Michael J. Ivan, Jr., Organizer

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 618.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is High Mark Securities, L.L.C.
2. The name and the Florida street address of the registered agent and office are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

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, Smith Hulsey & Busey hereby accepts the appointment as registered agent and agrees to act in this capacity. Smith Hulsey & Busey further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Smith Hulsey & Busey is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S..

SMITH HULSEY & BUSEY

By: M. R. Lewis, Jr.
Name: M. Richard Lewis, Jr.
Its: Vice-President

Date: December 3, 1999

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