

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 Tallahassee, Florida 32302
(850) 224-8870 1-800-347-8872 Fax (850) 222-1222

L99000004242

Canino Holdings, LLC

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- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

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ARTICLES OF ORGANIZATION
OF
CAMINO HOLDINGS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be CAMINO HOLDINGS, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 2424 N. Federal Highway, Suite 314, Boca Raton, Florida 33431.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is John M. Cappeller, Jr., 2424 N. Federal Highway, Suite 314, Boca Raton, Florida 33431.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash, property or services set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

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ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

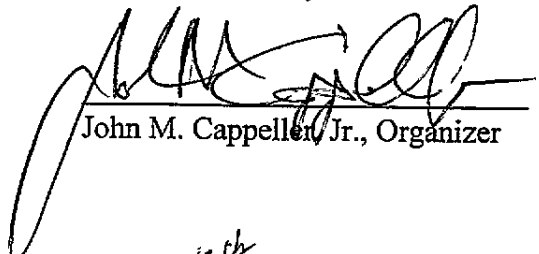
ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

NAME	ADDRESS
Scott H. Adams, Trustee	2424 N. Federal Highway, Suite 314 Boca Raton, Florida 33431
William T. Cappeller	2424 N. Federal Highway, Suite 314 Boca Raton, Florida 33431
Jeffrey M. Kelly	2424 N. Federal Highway, Suite 314 Boca Raton, Florida 33431
John M. Cappeller, Jr.	2424 N. Federal Highway, Suite 314 Boca Raton, Florida 33431

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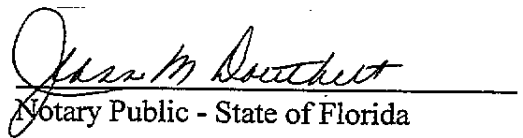
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Boca Raton, Florida, on this 13 day of July, 1999.




John M. Cappeller, Jr., Organizer

STATE OF FLORIDA :
COUNTY OF PALM BEACH :

Sworn to (or affirmed) and subscribed before me this 13th day of July, 1999, by John M. Cappeller, Jr.



Notary Public - State of Florida

 Jeanne M Douthett
My Commission CC834133
Expires May 6, 2003

Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known OR Produced Identification _____, Type of Identification Produced _____

(SEAL)

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**EXHIBIT A
TO
ARTICLES OF ORGANIZATION OF CAMINO HOLDINGS, LLC**

Member	Mailing Address	Capital Contributions	Interests
Scott H. Adams, Trustee	2424 N. Federal Highway, Suite 314 Boca Raton, Florida 33431	\$233,750.00, cash	70%
William T. Cappeller	2424 N. Federal Highway, Suite 314 Boca Raton, Florida 33431	\$13,750.00, cash \$13,750.00, services	10%
Jeffrey M. Kelly	2424 N. Federal Highway, Suite 314 Boca Raton, Florida 33431	\$13,750.00, cash \$13,750.00, services	10%
John M. Cappeller, Jr.	2424 N. Federal Highway, Suite 314 Boca Raton, Florida 33431	\$13,750.00, cash \$13,750.00, services	10%
GRAND TOTAL OF ALL MEMBERS		\$316,250.00	100%

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of CAMINO HOLDINGS, LLC, deposes and says:

- 1. The above named limited liability company has at least two members.
- 2. The total amount of cash contributed by the member(s) is \$275,000.00.
- 3. If any, the agreed value of property or services other than cash contributed by member(s) is \$41,250.00 and is described as follows:

Professional real estate services from Jeffrey M. Kelly, \$13,750.00.
 Professional legal services from John M. Cappeller, Jr., \$13,750.00.
 Professional tax and financial services from William T. Cappeller, \$13,750.00.

- 4. The total amount of cash or property anticipated to be contributed by members(s) is \$316,250.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: July 13, 1999

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[Handwritten Signature]

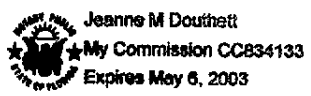
 John M. Cappeller, Jr., Member

STATE OF FLORIDA :
 COUNTY OF PALM BEACH :

Sworn to (or affirmed) and subscribed before me this 13th day of July, 1999, by John M Cappeller, Jr.

[Handwritten Signature]

 Notary Public - State of Florida



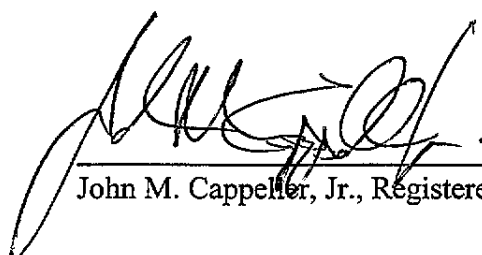
 Print, Type or Stamp
 Commissioned Name of Notary Public

Personally Known OR Produced Identification _____, Type of Identification Produced _____

(SEAL)

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of CAMINO HOLDINGS, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.



John M. Cappeller, Jr., Registered Agent

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