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Florida Department of State

Division of Corporations

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DIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY

Southwind Capital, L.L.C.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF ORGANIZATION
OF
SOUTHWIND CAPITAL, L.L.C.**

The undersigned being a Member ("Member"), for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - Name

The name of the Limited Liability Company is Southwind Capital, L.L.C.

ARTICLE II - Principal Address

The mailing address and street address of the principal office of the Company shall be 4099 Tamiami Trail North, Suite 305, Naples, Florida 34103.

ARTICLE III - Registered Office and Agent

The name and street address of the initial registered agent of the Company in the State of Florida is Jeremy M. Soloff, 4099 Tamiami Trail North, Suite 305, Naples, Florida 34103.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization at Naples, Florida, on this 1st day of July, 2002.

By:


Jeremy M. Soloff

I hereby accept my designation as registered agent and agree to serve as the registered agent of Southwind Capital, L.L.C. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Southwind Capital, L.L.C.


Jeremy M. Soloff - Registered Agent

Dated:

July 1st 2002SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Articles of Organization of Southwind Capital, L.L.C.