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CLIENT/MATTER NUMBER
069412-0101

January 24, 2000

VIA HAND DELIVERY

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

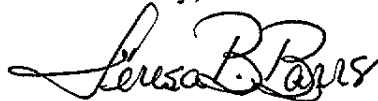
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Re: Capital City Partners, L.L.C.

To Whom It May Concern:

Enclosed is the original and one (1) copy of the Articles of Organization on Capital City Partners, L.L.C. with a check for \$155.00, as payment of the filing, registered agent registration fee and cost of the certified copy. Please note that Capital City Partners, L.L.C. is the General Partner of Capital City Fund I, Ltd. When filing is complete, please contact the undersigned to arrange for our courier to pick up these documents.

Sincerely,



Teresa B. Barrs

Enclosure(s)

00 JAN 26 PM 3:49
RECEIVED
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
00 JAN 26 PM 3:33

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**ARTICLES OF ORGANIZATION
OF
CAPITAL CITY PARTNERS, L.L.C.**

The undersigned, 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 shall be Capital City Partners, L.L.C. (the "Company").

ARTICLE II -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless otherwise dissolved as provided in these Articles of Organization.

ARTICLE III -- PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company shall be 300 East Park Avenue, Tallahassee, Florida 32301.

ARTICLE IV -- INITIAL REGISTERED AGENT

The mailing and street address of the office of the initial registered agent of the Company in the State of Florida is:

F & L Corp
200 Laura Street
Jacksonville, FL 32201

**ARTICLE V -- ADMISSION OF NEW MEMBERS AND
TRANSFERABILITY OF INTERESTS**

No additional members shall be admitted to the Company without first obtaining the unanimous written consent of all the then existing members of the Company, which consent shall be on such terms and conditions as shall be determined by all such then existing members. A member may transfer his, her or its interest in the Company as set forth in the regulations of the Company; provided that such transferee shall have no right to participate in the management of the business and affairs of the Company or become a member of the Company unless all the other members of the Company, other than the member proposing to transfer such interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VI -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member 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 unanimous consent of all the remaining members within ninety (90) days after the occurrence of such event.

ARTICLE VII -- MANAGEMENT

The Company shall be managed by one or more of its 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 name and address of the initial Managing Members of the Company are:

Frederick L. Bateman, Jr.
300 East Park Avenue
Tallahassee, FL 32301

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Tallahassee, Florida, on this 20th day of January, 2000.

ORGANIZERS



Frederick L. Bateman, Jr.

00 JAN 26 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATTEST
JAN 26
2000

**ACCEPTANCE OF REGISTERED AGENT
OF
CAPITAL CITY PARTNERS, L.L.C.**

The undersigned, being the person named in the Articles of Organization of Capital City Partners, L.L.C., 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 her duties, and is familiar with and accept the obligations of the position of registered agent.

F & L Corp.

By: _____

Thomas J. Maida

Registered Agent

JANUARY 24, 2000

00 JAN 25 PM 3:49
RECEIVED
FALLAP-SECRETARY
TALLAHASSEE, FLORIDA

ALL INFORMATION
HEREIN IS UNCLASSIFIED
DATE 11/11/01 BY 1043