

L0000000/300

**TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY**

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

SUBJECT: Tampa Capital Group, LLC

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

500003117045--4
-01/31/00--01141--010
****130.00 ****130.00

\$100.00 Filing fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 5.00 Certificate of Status

A letter of acknowledgement will be issued free of charge upon filing. Please submit one check made payable to the Florida Department of State for the total amount of the filing fees and any optional certificate or copy.

From: Stephen M. Musco

1549 Ringling Blvd., Suite 602

Sarasota, FL 34236

(941) 366-8711

Daytime Telephone Number

SL

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JAN 31 2000
141 TAMPA ST. TALLAHASSEE, FL 32314

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ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED
LIABILITY COMPANY

I, the undersigned, do hereby establish this Limited Liability Company for profit and for the purposes expressed herein.

ARTICLE I – NAME

The name of the Limited Liability Company is:

TAMPA CAPITAL GROUP, LLC.

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

1549 Ringling Boulevard, Suite 602, Sarasota, Florida 34236.

ARTICLE III – DURATION

The period of duration for the Limited Liability Company is perpetual.

ARTICLE IV – MANAGEMENT

The Limited Liability Company shall be managed by the members, and the names and address of the managing members are:

Benjamin M. Hern
4350 W. Cypress Street
Suite 440
Tampa, Florida 33607

ARTICLE V – ADMISSION OF ADDITIONAL MEMBERS

Additional members will be admitted by a majority vote of all members proportionate to their ownership percentage then existing.

ARTICLE VI – MEMBERS RIGHTS TO CONTINUE BUSINESS

Existing members have the right to continue operating the business on behalf of any member terminated for any reason, including but not limited to, death, retirement, resignation, expulsion,

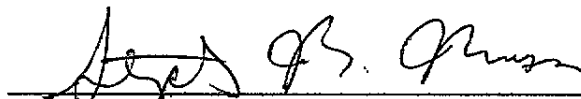
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TAMPA, FLORIDA

bankruptcy, or dissolution of the company. Existing members will continue to account for any terminated member's interest in his or her behalf until the interest is transferred.

ARTICLE VII - REGISTERED AGENT

The name and address of the Registered Agent is:

Stephen M. Musco
1549 Ringling Boulevard
Suite 602
Sarasota, Florida 34236


STEPHEN M. MUSCO

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT AND REGISTERED OFFICE

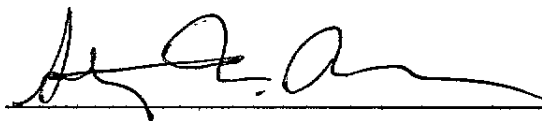
PURSUANT TO THE PROVISIONS OF SECTION 608.415, OR 608507, FLORIDA
STATUTES, THE REFERENCED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA:

1. The name of the limited liability company is:

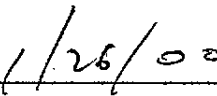
TAMPA CAPITAL GROUP, LLC

2. The name and address of the registered agent and office are: **Stephen M. Musco, 1549 Ringling
Boulevard, Suite 602, Sarasota, Florida 34236.**

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, 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 as provided for in Chapter 608, F.S.



STEPHEN M. MUSCO, Registered Agent



(DATE)

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Stephen M. Musco, Authorized Representative

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

STEPHEN M. MUSCO, Authorized Representative

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FALL APPEAL E, F, H, I, J, K, L, M, N, O, P, Q, R, S, T, U, V, W, X, Y, Z