

# L0000000 7446

Florida Department of State  
Division of Corporations  
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**To:**

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

**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## LIMITED LIABILITY COMPANY

### PERADON CAPITAL FUND MANAGEMENT, LLC

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION  
OF

PERADON CAPITAL FUND MANAGEMENT, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - NAME

The name of this Limited Liability Company is: PERADON CAPITAL FUND MANAGEMENT, LLC.

ARTICLE II - ADDRESS

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

225 N.E. Mizner Blvd.  
Suite 506  
Boca Raton, Florida 33432

ARTICLE III - DURATION

The duration of this Limited Liability Company is perpetual.

ARTICLE IV - PURPOSE

The purposes or purposes for which this Limited Liability company is organized is to engage in any type of activity, within or without the United States which is lawful under the laws of the United States and the State of Florida.

ARTICLE V - REGISTERED AGENT

The name and street address of the initial registered agent for service of process in the State of Florida is:

Ledyard M. DeWees  
270 N.W. 3rd Court  
Boca Raton, Florida 33432-3720

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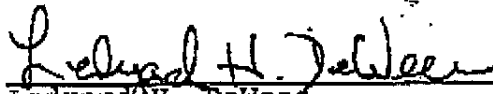
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ARTICLE VI - MANAGEMENT

This Limited Liability Company shall be a member-managed company as specified in its Operating Agreement.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 23rd day of June, 2000.



Ledyard H. DeWees  
Authorized Representative

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TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.


1. The name of the Limited Liability Company is:

PERADON CAPITAL FUND MANAGEMENT, LLC

2. The name and address of the registered agent and office is:

LEDYARD H. DEWEES  
 270 N.W. 3rd Court  
 Boca Raton, Florida 33432-3720

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.

  
 LEDYARD H. DEWEES  
 JUNE 23, 2000

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