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**ARTICLES OF ORGANIZATION  
OF  
CAP PROPERTIES, LLC**

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

**ARTICLE I  
NAME**

The name of the limited liability company shall be CAP Properties, LLC ("Company"). The principal place of business of the Company in Florida shall 24985 Marsh Landing Parkway, Ponte Vedra Beach, Florida 32082. The mailing address of the Company shall be 24985 Marsh Landing Parkway, Ponte Vedra Beach, Florida 32082.

**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 the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE III  
PURPOSES AND POWERS**

The general purpose for which the Company is organized is to invest in securities and real estate and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Patterson, Bond & Latshaw, P.A., 3010 South Third Street, Jacksonville Beach, Florida 32250.

**ARTICLE V  
MANAGEMENT (MANAGEMENT BY A MANAGER)**

The Company shall be managed by a Manager, CATHERINE A. PROTTO, as Trustee of the Protto Marital Trust under the Cesare A. Protto II Revocable Trust u/a dated March 28, 1998, in accordance with regulations adopted by the members for the management of the business and affairs

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TALLAHASSEE, FLORIDA

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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 Manager of the Company is:

NAMEADDRESS

Catherine A. Protto,  
Trustee of the Protto Marital Trust  
under the Cesare A. Protto II Revocable  
Trust u/a dated March 28, 1998

24985 Marsh Landing Parkway  
Ponte Vedra Beach, Florida 32082

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Florida, for the foregoing uses and purposes this \_\_\_ day of July, 2000.

Catherine A. Protto Manager  
Catherine A. Protto, Manager

New York  
STATE OF ~~FLORIDA~~  
COUNTY OF ~~DUVAL~~ Essex LY

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of July, 2000, by Catherine A. Protto. She is personally known to me, ~~or who has produced~~  
as identification. LY

Notary Public

L. H. Higgins  
**LOUIS H. HIGGINS**  
NOTARY PUBLIC, STATE OF NEW YORK  
QUALIFIED IN ESSEX COUNTY, N.Y. 4579239  
MY COMMISSION EXPIRES MAY 31, 2002

## ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of CAP Properties, LLC, as the registered agent of this limited liability company, hereby consents to its appointment as registered agent of the Company.

PATTERSON BOND &amp; LATSHAW, P.A.

Lawrence R. Patterson  
By Lawrence R. Patterson  
Lawrence R. Patterson, Its President

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