

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000055143 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : HACKNEY MILLER, P.A.
Account Number : I19990000202
Phone : (561) 627-0677
Fax Number : (561) 625-4685

LIMITED LIABILITY COMPANY
PRE-IPO FUND I, L.C.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

FILED
00 OCT 20 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 OCT 20 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WR 10/20

EP

H00000055143 2

**ARTICLES OF ORGANIZATION
FOR
PRE-IPO FUND I, L.C.**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

**ARTICLE I
NAME**

The name of the Limited Liability Company shall be: PRE-IPO FUND I, L.C.

**ARTICLE II
ADDRESS**

The mailing and street address of the principal office of the Limited Liability Company is
2000 PGA Blvd., Suite 4410, Palm Beach Gardens, FL 33410.

**ARTICLE III
DURATION**

The period of duration for the Limited Liability Company shall be ten (10) years, unless terminated earlier by death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the Limited Liability Company is continued by the consent of remaining members of the Limited Liability Company, pursuant to the terms of the Operating Agreement.

FILED
00 OCT 20 PM 12:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

H00000055143 2

**ARTICLE IV
MANAGEMENT**

The management of Pre-IPO Fund I, L.C. shall be vested pursuant to an Operating Agreement in the following Manager, who shall be appointed by the members. The name and street address of the initial manager is Pre-IPO Managers, Inc., a Florida corporation, 2000 PGA Blvd., Suite 4410, Palm Beach Gardens, FL 33410.

**ARTICLE V
TREATMENT AS PARTNERSHIP**

Pre-IPO Fund I, L.C. is intended to be treated as a partnership for purposes of federal income taxation.

FILED
00 OCT 20 PM 02
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

**ARTICLE VI
AMENDMENT OF REGULATIONS**

The power to adopt, alter, amend or repeal the Regulations, or Operating Agreement, of this Limited Liability Company shall be vested in the Manager of the Limited Liability Company.

**ARTICLE VII
TRANSFERABILITY OF MEMBER'S INTEREST**

The beneficial interest of a Member of this Limited Liability Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this Limited Liability Company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this Limited Liability Company or to become a Member. The transferee shall become an assignee only, and shall be entitled to receive only the share of profits or other compensation by way of

H00000055143 2

income, and the return of contributions to which the Member otherwise would be entitled.

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The initial registered agent of the Limited Liability Company shall be Robert C. Hackney and the registered office of the Limited Liability Company shall be 2000 PGA Blvd., Suite 4410, Palm Beach Gardens, FL 33410.

ARTICLE IX

COMMENCEMENT OF EXISTENCE

The Limited Liability Company shall be deemed to commence its existence upon the date of filing these Articles of Organization.

IN WITNESS WHEREOF, I have subscribed my name this 18th day of October, 2000

PRE-IPO MANAGERS, INC.


Robert C. Hackney, Director

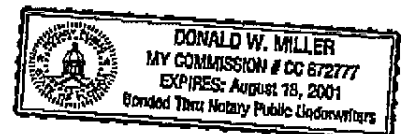
STATE OF FLORIDA
COUNTY OF PALM BEACH

FILED
00 OCT 20 PM 12:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

On this 18th day of October, 2000, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Robert C. Hackney, personally known to me to be the person whose name is subscribed to the within instrument, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

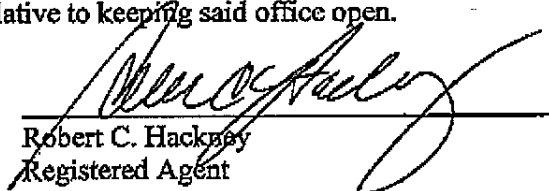

Notary Public
My Commission Expires:



H00000055143 2

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named Limited Liability Company, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.


Robert C. Hackney
Registered Agent

Dated: October 18, 2000

FILED
00 OCT 20 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA