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October 26, 2000

Florida Department of State  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-10/30/00--01108--004  
\*\*\*\*155.00 \*\*\*\*155.00

Re: Model Capital, LLC

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization of Model Capital, LLC with a check in the amount of \$155.00

Please file the enclosed document with the Florida Secretary of State and obtain a certified copy and return the certified copy to my office.

Should you have any questions, please do not hesitate to call.

Sincerely,



Tracie A. Castiglia  
Legal Assistant to Martin V. Katz

/tac  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 OCT 30 PM 2:15

**ARTICLES OF ORGANIZATION  
OF  
MODEL CAPITAL, LLC**

The undersigned hereby forms and establishes a limited liability company under the laws of the State of Florida.

**ARTICLE I**

The name of this limited liability company is MODEL CAPITAL, LLC ("Company").

**ARTICLE II**

This limited liability company shall have the perpetual existence from the date of filing these Articles with the Department of State unless sooner terminated by law.

**ARTICLE III**

The mailing address and street address of the principal place of business of the Company is 625 N. Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, FL 33401. The Company may at its discretion, at any time, change the address of its principal place of business.

**ARTICLE IV**

The name and street address of the initial registered agent of this Company is Stuart Graham, 625 N. Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, FL 33401.

**ARTICLE V**

The management of this Company shall be vested in one managing member who is: Stuart Graham whose address is 625 N. Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, FL 33401.

ARTICLE VI

Additional members may be admitted to this Company upon such terms and conditions as may be established in the Company's operating agreement.

ARTICLE VII

The business of this Company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in this Company, unless a majority in interest of the remaining members consent to the continuation of the business of the Company within ninety days of the occurrence of any event which would otherwise terminate the existence of this Company.

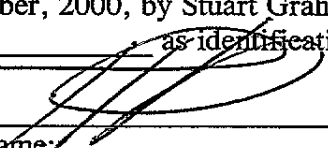
IN WITNESS WHEREOF, I have hereunto subscribed my name this 24<sup>th</sup> day of October, 2000.

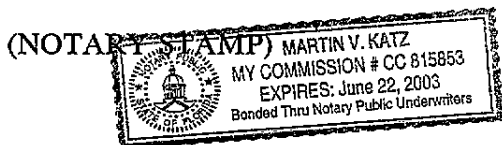
MEMBER

  
Stuart Graham

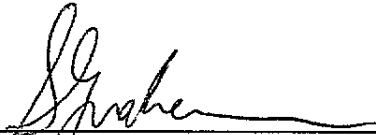
STATE OF FLORIDA                   )  
COUNTY OF PALM BEACH        )

Sworn and subscribed before me this 24<sup>th</sup> day of October, 2000, by Stuart Graham, who is personally known to me, OR has produced \_\_\_\_\_ as identification.

  
Notary Name: \_\_\_\_\_  
Notary Public  
Serial (Commission) Number  
(If any) \_\_\_\_\_



I am familiar with and hereby acknowledge and accept the obligations of the Registered Agent for Model Capital, LLC.

  
\_\_\_\_\_  
Stuart Graham  
Registered Agent