

THE **W0600000 18890**
Cicchetti
L A W F I R M

Sports & Entertainment Law
Insurance Defense Litigation
Medical & Legal Malpractice
Corporate & Commercial
Litigation

CENTRE POINTE FINANCIAL CENTER • 2477 TIM GAMBLE PLACE • TALLAHASSEE, FL 32308

Tammy de Soto Cicchetti
Stephan M. Lampasso
Michael A. Mills
ATTORNEYS AT LAW

October 29, 2001

Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

FILED
OCT 30 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Capital Partners, LLC

8000004659288--9
-10/30/01--01060--001
****125.00 ****125.00

Dear Sir/Madame:

Please find enclosed Articles of Organization and Designation of Registered Agent for Capital Partners, LLC, along with a check in the amount of \$125.00 to cover filing fees.

Should you have any questions, or need anything further, please do not hesitate to call.

Sincerely,


Tammy de Soto Cicchetti

TdC/spo
Enclosures

W06-18890
AR

CAPITAL PARTNERS, LLC

ARTICLES OF ORGANIZATION

ARTICLE I NAME OF THE LIMITED LIABILITY COMPANY

The name of the limited liability company shall be "CAPITAL PARTNERS, LLC."

ARTICLE II MAILING ADDRESS FOR LIMITED LIABILITY COMPANY

The mailing address for CAPITAL PARTNERS, LLC, shall be: P.O. Box 15949, Tallahassee, Florida 32317 or 1425 E. Piedmont Drive, Suite 301, Tallahassee, Florida 32312

ARTICLE III REGISTERED AGENT

The Registered Agent for CAPITAL PARTNERS, LLC shall be member, Dalton A. Tate, Jr., 1425 E. Piedmont Drive, Suite 301, Tallahassee, Florida 32312.

ARTICLE IV MANAGER MANAGEMENT

CAPITAL PARTNERS, LLC, is not a manager-managed company.

ARTICLE V OFFICERS/MEMBERS

CAPITAL PARTNERS, LLC shall have the following officers/members: President, Dalton A. Tate, Jr.; Vice President, Dale R. Lauer; Treasurer, David M. Moore, Sr.; Secretary, Dana M. Williams.

ARTICLE VI PURPOSE

CAPITAL PARTNERS, LLC is established to own and operate 50% of Florida Retirement Planners, LLC, to market and sell securities and equity products and to conduct business as CAPITAL PARTNERS, LLC.

 Date: 10-25-01
Dalton A. Tate, Jr., President/Member
CAPITAL PARTNERS, LLC

FILED
OCT 30 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL PARTNERS, LLC

DESIGNATION OF REGISTERED AGENT

The Registered Agent for CAPITAL PARTNERS, LLC, shall be:

**Dalton A. Tate, Jr.
1425 E. Piedmont Drive
Suite 301
Tallahassee, Florida 32312**

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, Florida Statutes.


Dalton A. Tate, Jr.

FILED
01 OCT 30 PM 5:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA