

W01000020944

REED WEITKAMP
SCHELL & VICE PLLC

500 West Jefferson Street, Suite 2400
Louisville, Kentucky 40202-2812
Telephone (502) 589-1000
Facsimile (502) 562-2200

November 27, 2001

MJM

11/30

500004700595--9
-11/30/01--01061--005
****125.00 ****125.00

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

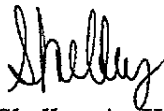
Re: Articles of Organization

Dear Sir or Madam:

Enclosed please find an original and two copies of the Articles of Organization of Pinnacle Capital Holding, LLC, along with a check in the amount of \$125.00 to cover the filing fee. Please file the enclosed Articles of Organization and return the file-stamped copies to me using the above address.

If you have any questions or concerns, please contact me at 502-589-1000.

Sincerely,



Shelley A. Kidder
Paralegal

SAK
Enclosures

FILED
01 NOV 30 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
PINNACLE CAPITAL HOLDING, LLC

ARTICLE I

Name

The name of the limited liability company (the "Company") is Pinnacle Capital Holding, LLC.

ARTICLE II

Registered Office; Registered Agent

The street address of the initial registered office of the Company is 1200 South Pine Island Road, Plantation, FL 33324, and the name of the initial registered agent at such office is CT Corporation System.

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, F.S..



Registered Agent's Signature

Susan J. Metze, Asst. Secretary

ARTICLE III

Principal Office

The mailing address of the initial principal office of the Company is 500 W. Jefferson Street, Ste. 2400, Louisville, Kentucky 40202.

ARTICLE IV

Management

The Company is to be managed by its member.

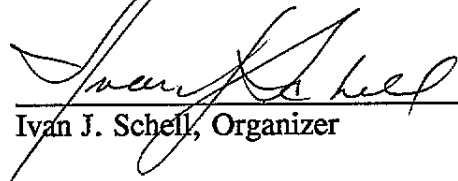
FILED
01 NOV 30 PM 4:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE V

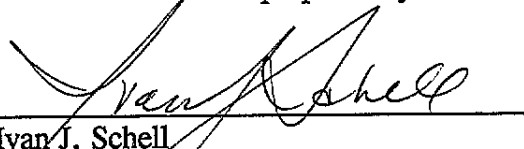
Indemnification

Except as otherwise provided under Florida law, no member, manager, agent or employee of the Company shall be personally liable for the debts, obligations, or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the Company.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Ivan J. Schell, Organizer

This instrument was prepared by:


Ivan J. Schell
REED WEITKAMP SCHELL & VICE PLLC
500 W. Jefferson St., Ste. 2400
Louisville, KY 40202
(502) 589-1000