COCCOS AT LAW

JAMES E. SHEPHERD WILLIAM J. MCCABE R. EDWARD COOLEY

May 28, 2002

1450 WEST STATE ROAD 434
SUITE 200
LONGWOOD, FLORIDA 32750
TELEPHONE (407) 830-9191
FAX
SHEPHERD (407) 830-9049
COOLEY (407) 830-9049
MCCABE (407) 265-0409

Florida Department of State Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 4/20

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RE:

Articles of Organization for Florida Limited Liability Company

ALTERNATIVE CAPITAL PARTNERS, LLC

Will

Gentlemen:

Enclosed please find original and one copy of Articles of Organization for Florida Limited Liability Company as named above together with my check in the amount of \$125.00 representing the filing fee for the same. Please return to the undersigned a date stamped copy of the Articles of Organization and an acknowledgment.

Very truly yours,

R. EDWARD COOLEY

REC:mef Encl.

OZ MAY 30 AM 8: 44
SEUREDARY OF STATE

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company is ALTERNATIVE CAPITAL PARTNERS, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 412 Hibiscus Trail, Melbourne, FL 32951.

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE:

The name and the Florida street address of the registered agent are:

R. Edward Cooley, Esq. 1450 S.R. 434 West, Suite 200 Longwood, FL 32750

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.

R. EDWARD COOLEY, ESQ. Registered Agent

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ARTICLE IV - MANAGEMENT (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed 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.

R. EDWARD COOLEY, ESQ.

As Authorized Representative of Member, Ned Buffington