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July 3, 2002

Jon Marshall Oden

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

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Re: In re: Capital 7 LLC  
Our File No.: 999-1039

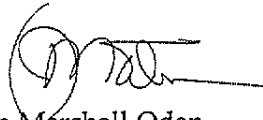
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Dear Sir/Madam:

Please find enclosed the original and a copy of the Articles of Organization of Capital 7, LLC along with a check in the amount of \$125.00 to form the incorporation. Please file the enclosed Articles of Organization and return to our office a certified copy of the document.

Also enclosed is a self-addressed stamped envelope for your convenience. Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact me at any time.

Very truly yours,



Jon Marshall Oden

JMO/la

Enclosure

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02 JUL -5 PM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
**CAPITAL 7, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **CAPITAL 7, LLC** ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 8815 Conroy-Windermere Rd. #328, Orlando, Florida 32803.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. Its existence shall be perpetual.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Jon Marshall Oden, Esq., 20 North Orange Avenue, Suite 1500, Orlando, Florida 32801.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash, property, or services set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least one remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME	ADDRESS
Dennis Martin	8815 Conroy-Windermere Rd. #328, Orlando, FL 32803
Chad Cole	8815 Conroy-Windermere Rd. #328, Orlando, FL 32803
Christopher Shaeffer	8815 Conroy-Windermere Rd. #328, Orlando, FL 32803

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Orlando, Florida, on this 2<sup>nd</sup> day of July, 2002.

*[Signature]*  
 Name of Organizer  
 Print Name: Jon Marshall Oden, Esq.

*[Signature]*  
 Applicant  
 Print Name: Chad Cole

FILED  
 JUL 5 PM 9:18  
 TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF ORANGE

Sworn to (or affirmed) and subscribed before me this 2 day of July, 2002, by Chad Cole

Personally Known  OR Produced Identification  
Type of Identification Produced: FLDLCH00-105-74-173-0

*[Signature]*  
Notary Public - State of Florida  
Print, Type, or Stamp  
Commissioned Name of Notary Public

(SEAL)



EXHIBIT "A"

The capital contributions shall be as follows:

1. Dennis shall pay a minimum of five thousand dollars in cash towards initial office expenses within one year of the filing of these Articles. He shall also use his credit-worthiness to assist the interests of the the LLC in the purchase of real properties.
2. Chris and Chad shall each devote their full-time regular business time, Monday thru Friday 9:00 A.M. to 5:00P.M., for 50 weeks a year to working with the LLC and towards its development and prosperity.

FILED  
02 JUL -5 PM 9:16  
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