



# LO2000017379

ACCOUNT NO. : 072100000032

REFERENCE : 658861 7101964

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 155.00

ORDER DATE : July 11, 2002

ORDER TIME : 10:39 AM

ORDER NO. : 658861-005

CUSTOMER NO: 7101964

CUSTOMER: Ms. Yvonne Suits  
Divine & Estes, P.a.  
Suite 203  
24 South Orange Avenue  
Orlando, FL 32801

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NAME: MIDAS FUND, LLC

EFFECTIVE DATE:

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XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Angie Glisar - EXT. 1124

EXAMINER'S INITIALS:

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AND  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
*[Handwritten signature]*

## ARTICLES OF ORGANIZATION

FOR

**Midas Fund, LLC**

**a Florida Limited Liability Company**

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### ARTICLE I - Name

The name of the limited liability company is **Midas Fund, LLC**

### ARTICLE II - Address

The initial mailing address and street address of the principal office of the limited liability company is 111 West Jefferson Street, Suite 100, Orlando, Florida 32801.

### ARTICLE III - Duration

The Company shall be dissolved and its affairs wound up in accordance with the Florida Limited Liability Company Act (the "Act") and the Company's Operating Agreement on December 31, 2052 unless the term shall be extended by amendment to the Company's Operating Agreement and this Certificate, or unless the Company shall be sooner dissolved and its affairs wound up in accordance with the Act or the Company's Operating Agreement.

### ARTICLE IV - Management

The limited liability company is to be managed by managers, and the name and address of such managers who are to serve as the initial managers of the limited liability company are:

John A. Riley  
111 W. Jefferson St.  
Suite 100  
Orlando, FL 32801

V4 Partners, L.P.  
201 S. Orange Ave.  
Suite 870  
Orlando, FL 32801

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## ARTICLE V - Admission of Additional Members

The admission of additional members to the limited liability company shall require the consent and shall be on such terms and conditions as are determined by a vote of not less than one hundred percent (100%) of the Percentage Interests (as defined in the regulations of the Company) of the then existing members of the limited liability company.

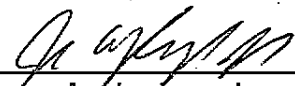
## ARTICLE VI - Members' Rights to Continue Business

The remaining members of the limited liability company shall have the right to continue the business of the limited liability company on the death, bankruptcy or dissolution of a member or the occurrence of any other event as specified in the regulations of the limited liability company which results in the disassociation of a member from the limited liability company, upon the written consent of not less than fifty one percent (51%) of the Percentage Interests (as defined in the regulations of the Company) of such remaining members to continue the business of the limited liability company.

Executed this 10 day of July, 2002.

  
JOHN A. RILEY  
Initial Member

V4 PARTNERS, L.P.

By:   
James A. Hughes, Jr. as President  
V4, Inc., General Partner,  
Initial Member

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TALLAHASSEE, FLORIDA

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This document was prepared by  
and should be returned to:

Theodore D. Estes, Esquire  
DIVINE & ESTES, P.A.  
24 South Orange Avenue  
Suite 203  
Orlando, Florida 32801

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE  
FOR  
Midas Fund, LLC  
a Florida limited liability company**

Pursuant to the provision of Section 608.415 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the limited liability company is:

**Midas Fund, LLC**

2. The name and address of the registered agent and office is:

John A. Riley  
111 W. Jefferson Street  
Suite 100  
Orlando, Florida 32801

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.

  
\_\_\_\_\_  
JOHN A. RILEY

Date: 7/10/02

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