

Division of Corporations

C02000023693
(5)Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

9/12 FLUC

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000195157 1)))

MJH

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383Return to: Vivian C. Brown
Client # 85988.00001 (33)

From:

Account Name : HOLLAND & KNIGHT OF MIAMI
Account Number : 072203000603
Phone : (305)374-8500
Fax Number : (305)789-7799**LIMITED LIABILITY COMPANY**
ALPHA CAPITAL MANAGEMENT, LLC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

FILED

02 SEP 12 AM 9:18

SECRETARY OF STATE
TALLAHASSEE FLORIDARECEIVED
02 SEP 12 PM 2:12
DIVISION OF CORPORATION

FAX AUDIT NO. H 02000195157 1

**ARTICLES OF ORGANIZATION
OF
ALPHA CAPITAL MANAGEMENT, LLC**

The undersigned, being a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is ALPHA CAPITAL MANAGEMENT, LLC (the "Company").

ARTICLE II

ADDRESS

The street address of the principal place of business of the Company is:

515 E. Las Olas Boulevard
Suite 1050
Fort Lauderdale, Florida 33301

The mailing address of the Company is:

701 Brickell Ave.
Suite 3000
Miami, Florida 33131

SECRETARY OF STATE
TALLAHASSEE FLORIDA

02 SEP 12 AM 9:18

FILED

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Ave., Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and

FAX AUDIT NO. H02000195157 1

FAX AUDIT NO. H02000195157 1

names Intrastate Registered Agent Corporation as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Member.

ARTICLE V

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

ARTICLE VI

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

ARTICLE VII

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

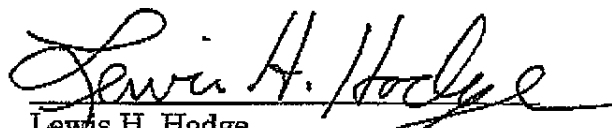
FAX AUDIT NO. H02000195157 1

SEP 12 2002 9:18 AM FR HOLLAND & KNIGHT

TO 27508#85988#1#18 P.04

FAX AUDIT NO. H02000195157 1

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 9th day of September, 2002.


Lewis H. Hodge
Member

FAX AUDIT NO. H02000195157 1

SEP 12 2002 9:18 AM FR HOLLAND & KNIGHT

TO 27508#85988#1#18 P.05

FAX AUDIT NO. H02000195157 1

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for ALPHA CAPITAL MARKETS MANAGEMENT, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 9th day of September, 2002.

INTRASTATE REGISTERED AGENT CORPORATION

By: 

Name: Steven H. Hagen

Title: Vice President

MIA1 #1165377 v1

FAX AUDIT NO. H02000195157 1