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BENITEZ & BUTCHER, P.A.

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Luis F. Vega-Alicea\*\*

Wednesday, September 18, 2002

Geraldine Sapp  
Victoria Roberts  
*Legal Assistants*

\*Also admitted in Washington, D.C. and Illinois  
\*\*Also admitted in Puerto Rico

**Via Federal Express**

TO: Florida Secretary of State

DATE: September 18, 2002

RE: Filing of Articles of Organization for:

*Private Asset Management Group, L.L.C.*  
and  
*Edgus Properties, L.L.C.*

Please file the enclosed Articles of Organization for *Private Asset Management Group, L.L.C.* and *Edgus Properties, L.L.C.*, and provide me with a Certificate of Status for both limited liability corporations.

If you have any questions, please do not hesitate to give me a call.

Thank you.

Very truly yours,  
BENITEZ & BUTCHER, P.A.

By: 

Gus R. Benitez

GRB/js  
Enclosure

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W02-27458

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 SEP 19 PM 1:56

EFFECTIVE DATE  
9/18/02



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

September 20, 2002

GUS R. BENITEZ  
BENITEZ & BUTCHER, P.A.  
1223 EAST CONCORD STREET  
ORLANDO, FL 32803

SUBJECT: PRIVATE ASSET MANAGEMENT GROUP, L.L.C.  
Ref. Number: W02000027458

We have received your document for PRIVATE ASSET MANAGEMENT GROUP, L.L.C. and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 002A00053729

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# ARTICLES OF ORGANIZATION FOR

*Private Asset Management Group, L.L.C.*

## ARTICLE I - Name

The name of the limited liability company is *Private Asset Management Group, L.L.C.* ("Company").

## ARTICLE II - Address

The principal office of the limited liability company is 6220 South Orange Blossom Trail, Suite 100, Orlando, Florida 32809, and the mailing address shall be the same.

## ARTICLE III - Effective Date

These Articles of Organization shall be effective as of September 18, 2002

## ARTICLE IV - Duration

Subject to the provisions contained in Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

## ARTICLE V - Purpose and Powers

The general purpose for which the Company is organized is to engage in financial services and planning, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

## ARTICLE VI - Registered Office and Registered Agent

The name of the initial registered agent is Agustin R. Benitez. The initial address of the registered office of this Company is 1223 East Concord Street, Orlando, Florida 32803.

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## **ARTICLE VII - Management**

The manager of the Company shall be Reginald Berthiaume, whose address is 6220 South Orange Blossom Trail, Suite 100, Orlando, Florida 32809.

## **ARTICLE VIII - Admission of Additional members**

No additional members shall be admitted to the Company except with the unanimous written consent of all members of the Company and upon such terms and conditions as shall be determined by all 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 IX - Termination of Existence**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon 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 member.

## **ARTICLE X - Membership**

The Manager of the Company shall be elected 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 the Articles of Organization. The name and address of the members of the company are: Reginald Berthiaume and Scott Harwell, whose addresses is 6220 South Orange Blossom Trail, Suite 100, Orlando, Florida 32809.

**IN WITNESS WHEREOF**, the undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization in Oviedo, Seminole County, Florida, for the foregoing uses and purposes, this 20 day of September, 2002.

  
Reginald Berthiaume

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

Agustin R. Benitez, having been named to accept service of process for Private Asset Management Group, L.L.C., at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of a registered agent under Section 608.4155, *Florida Statutes* (2002), and other applicable Florida law.

Dated on this 20 day of September, 2002.



Agustin R. Benitez

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