

DEC-04-2002 WED 05:15 PM BERGER SINGERMANN

FAX NO. 3057144340

P. 01/04

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Fax Number : (850) 205-0383

From:

Account Name : BERGER SINGERMANN
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Phone : (954) 525-9900
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LIMITED LIABILITY COMPANY

Gladius Capital Partners, LLC

AL

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**ARTICLES OF ORGANIZATION
of
GLADIUS CAPITAL PARTNERS, LLC**

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The undersigned member hereby forms a limited liability company under the laws of the
State of Florida.

**ARTICLE I.
COMPANY NAME**

The name of the limited liability company is:

GLADIUS CAPITAL PARTNERS, LLC

**ARTICLE II.
COMMENCEMENT AND TERM OF EXISTENCE**

This limited liability company shall have a perpetual existence.

**ARTICLE III.
MAILING ADDRESS OF COMPANY**

The mailing address of this limited liability company is:

332 Bridgeton Road
Fort Lauderdale, Florida 33326

**ARTICLE IV.
STREET ADDRESS OF COMPANY**

The street address of the principal office of the Company is:

332 Bridgeton Road
Fort Lauderdale, Florida 33326

**ARTICLE V.
REGISTERED AGENT AND REGISTERED AGENT ADDRESS**

The registered agent and the street address of the registered agent of this Company in the
State of Florida shall be:

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Michael Spotto
332 Bridgeton Road
Fort Lauderdale, Florida 33326

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ARTICLE VI.
MEMBERS

The members shall be entitled to admit additional members in accordance with the Operating Agreement. Any new member shall become a member upon payment of their contribution to the capital of the Company, and upon such member's agreement to comply with Article of Organization and Operating Agreement of the Company then in existence.

ARTICLE VII.
DISSOLUTION OF COMPANY

Notwithstanding the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall not dissolve except as otherwise provided in the Operating Agreement.

ARTICLE VIII.
MANAGERS

The Company shall be managed by managers. The names and address of the initial managers are set forth below. The initial managers shall serve until the first annual meeting of members or until their successors are elected and qualified.

Michael Spotto
332 Bridgeton Road
Fort Lauderdale, Florida 33326

Michelle Spotto
332 Bridgeton Road
Fort Lauderdale, Florida 33326

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**ARTICLE IX.
RETURN OF CAPITAL**

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization as of the 3rd day of December, 2002.

MEMBER:



Michael Spotto

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TALLAHASSEE, FLORIDA

ACCEPTANCE AS REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of GLADIUS CAPITAL PARTNERS, LLC, a Florida limited liability company (the "Company"), and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and represents that it is familiar with and accepts the obligations of the position as registered agent as provided in Chapter 608, Florida Statutes.

REGISTERED AGENT

By: 
Michael Spotto