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02 DEC 20 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12/23

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02 DEC 20 AM 10:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

18 December 2002

**TRANSMITTAL LETTER**

**SUBJECT:** Incorporation Documents

**FROM:** Nicholas Del Corso  
3 Bellevue Drive  
Treasure Island, FL 33706

For further information concerning this matter, please call Nicholas (Nick) Del Corso at 3 Bellevue Drive, Treasure Island, FL 33706.

Enclosed are an original and (2) copies of the articles of incorporation and a check for:

\$155.00 for Filing Fee, Designation of Registered Agent & Certified Copy

Should you have any questions please do not hesitate to contact the undersigned.

Very Truly Yours,

Donald L. Booth

General Counsel

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DEC 20 AM 10:33

CLERK OF CIRCUIT  
JUDICIAL CIRCUIT IN  
ALACHUA COUNTY, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
CAPITOL REWARDS, LLC**

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, does hereby form a limited liability company under the laws of the State of Florida.

**ARTICLE I**  
**Name**

The name of the limited liability company shall be Capitol Rewards, LLC.

**ARTICLE II**  
**Address and Place of Business**

The mailing address and principal place of business for the limited liability company is:

Capitol Rewards, LLC  
c/o Nicholas V. Del Corso  
3 Bellevue Drive  
Treasure Island, FL 33706

**ARTICLE III**  
**Period of Duration**

The limited liability company shall begin existence on the day of filing, and shall continue into perpetuity, or until dissolved in a manner provided by law or by regulations adopted by the Members of the limited liability company.

**ARTICLE IV**  
**Purposes**

The limited liability company may engage in the transaction of any or all-lawful business for which limited liability companies may be formed under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

**ARTICLE V**  
**Registered Office and Registered Agent**

The street address of the limited liability company's initial registered office is 1 Capitol Center, St. Petersburg, FL 33701-3610 and the initial registered agent at such address is Brian Bell. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes. Brian Bell is specifically authorized to sign and file such Affidavits as may be required under Section 608.407, Florida Statutes.

**ARTICLE VI**  
**Management**

The management of the limited liability company, unless otherwise provided in the articles of organization or the operating agreement, shall be vested in a Board of Managers.

**ARTICLE VII**  
**Continuity of Business**

Upon 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 limited liability company, the business of the limited liability company shall not cease and the limited liability company shall not be dissolved unless the business of the limited liability company is terminated by the consent or agreement of all remaining Members.

**ARTICLE VIII**  
**Restrictions on Membership**

No new members shall be admitted to the limited liability company without the unanimous prior consent of the existing members. Contributions required of new members shall be determined as of the time of their admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with the unanimous written consent of the members. Additional restrictions and conditions on membership may be set forth in regulations adopted by the members.

**ARTICLE IX**  
**Operating Agreement**


The members of the limited liability company shall adopt an operating agreement which shall act as the operating agreement of the members pertaining to the regulation, management and affairs of the limited liability company, provided that such operating agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The operating agreement shall be repealed or altered only by the members of the limited liability

company, in the manner now or hereafter prescribed by the laws of the State of Florida.

**ARTICLE X**  
**Acknowledgment**

The undersigned subscriber does hereby certify that the foregoing constitutes the proposed Articles of Organization of Capitol Rewards, LLC.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 13<sup>th</sup> day of December 2002.

  
\_\_\_\_\_  
Nicholas V. Del Corso  
Authorized Representative

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02 DEC 20 AM 10:39  
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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02 DEC 20 AM 10:39  
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TALLAHASSEE, FLORIDA

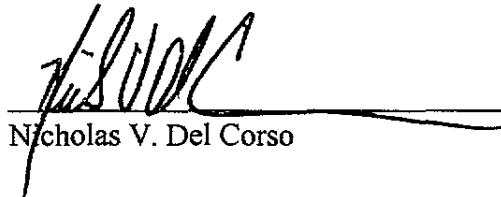
PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Capitol Rewards, LLC
2. The name and address of the registered agent and office is:

Nicholas V. Del Corso  
3 Bellevue Drive  
Treasure Island, FL 33706

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.

Dated this 13<sup>th</sup> day of December 2002.

  
Nicholas V. Del Corso