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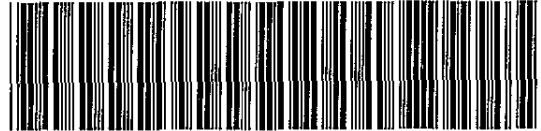
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 902096 7364583

AUTHORIZATION :

COST LIMIT : \$ 125.00

*Patricia Pigato*

ORDER DATE : January 21, 2003

ORDER TIME : 11:17 AM

ORDER NO. : 902096-001

CUSTOMER NO: 7364583

CUSTOMER: Mr. Adam J. Hardej  
Mr. Adam J. Hardej

203 Club Drive

Palm Beach Gard, FL 33418-7012

DOMESTIC FILING

NAME: MONTGOMERY WILSHIRE CAPITAL OF  
MIAMI LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

### ARTICLE I - Name:

The name of the Limited Liability Company is:

MONTGOMERY WILSHIRE CAPITAL OF MIAMI LLC

### ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

203 Club Drive, Palm Beach Gardens, FL 33418-7012

### ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Adam J. Hardej

Name

203 Club Drive

Florida street address (P.O. Box **NOT** acceptable)

Palm Beach Gardens, FL 33418-7012

City, State, and Zip

*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 as provided for in Chapter 608, F.S.*

Adam J. Hardej

By: Adam J. Hardej

Registered Agent's Signature

(An additional article must be added if an effective date is requested)

*Deborah D. Skipper*

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Deborah D. Skipper

Typed or printed name of signee

### Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

MONTGOMERY WILSHIRE CAPITAL OF MIAMI LLC

Adam J. Hardej - MGRM  
203 Club Drive  
Palm Beach Gardens, FL 33148-7012

Michael R. Bowden - MGRM  
3111 North University Drive, Unit 725  
Coral Springs, FL 33065

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TALLAHASSEE, FLORIDA

### LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Company ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of MONTGOMERY WILSHIRE CAPITAL OF MIAMI LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 23 day of January, 2003.

Adam J. Hardej  
Signature  
ADAM J. HARDEJ  
Print Name of Signer

WITNESS:  
Michael Bowden  
Signature  
Michael Bowden  
Print Name of Witness

WITNESS:  
Beth Hardej  
Signature  
BETH HARDEJ  
Print Name of Witness