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Account Name : MCCAFFREY & KUTT, P.A.
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LIMITED LIABILITY COMPANY

Westpoints Capital Group, LLC

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J. BRYAN MAY 16 2003

**ARTICLES OF ORGANIZATION
OF
WESTPOINTS CAPITAL GROUP, LLC**

The undersigned being a Member (AMember@), for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - Name

The name of the Limited Liability Company is WESTPOINTS CAPITAL GROUP, LLC (the "Company").

ARTICLE II - Principal Address

The mailing address and street address of the principal office of the Company shall be 1004 Collier Center Way, Suite 100, Naples, Florida 34110.

ARTICLE III - Registered Office and Agent

The name and street address of the initial registered agent of the Company in the State of Florida is Matthew T. Miller, 1004 Collier Center Way, Suite 100, Naples, Florida 34110.

ARTICLE IV - Indemnification

The Company may indemnify any member, employee or agent of the Company to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization at Naples, Florida, on this 13 day of May, 2003.

By: _____

Matthew T. Miller

I hereby accept my designation as resident agent and agree to serve as the resident agent of WESTPOINTS CAPITAL GROUP, LLC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for WESTPOINTS CAPITAL GROUP, LLC.

Matthew T. Miller - Registered Agent

Dated: May 13, 2003

Articles of Organization of Westpoints Capital Group, LLC

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