

JUL-31-2003 THU 03:54 PM SHUTTS AND BOWEN

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Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : SHUTTS & BOWEN, LLP
Account Number : 076447000313
Phone : (305) 358-6300
Fax Number : (305) 347-7776

LIMITED LIABILITY COMPANY

HOLDING CAPITAL PARTNERS, LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION OF
HOLDING CAPITAL PARTNERS, LLC

ARTICLE I

Name

The name of the Limited Liability Company (the "Company") is:

HOLDING CAPITAL PARTNERS, LLC

ARTICLE II

Address

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

3109 Grand Avenue, Suite 449, Coconut Grove, Florida 33133

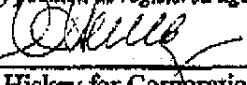
ARTICLE III

Registered Agent, Registered Office, and Registered Agent's Signature

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


CORPORATION COMPANY OF MIAMI
201 S. Biscayne Boulevard, Suite 1500(AGS)
Miami, Florida, 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.



Felicia Hickey for Corporation Company of Miami

Date: July 28th, 2003



Andrew Boyd-Jones, Duly Authorized
Representative

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