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LIMITED LIABILITY COMPANY

C/Max Capital GP - VII, LLC

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**STATE OF FLORIDA
ARTICLES OF ORGANIZATION
OF
C/MAX CAPITAL GP - VII, LLC**

These Articles of Organization of C/MAX CAPITAL GP - VII, LLC, a Florida limited liability company (the "Company"), dated as of the 9 day of December, 2003, are being duly executed and filed by Kevin Watson, who is authorized to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608 of Florida Statutes).

ARTICLE I - Name: The name of the limited liability Company is:
C/MAX CAPITAL GP - VII, LLC

ARTICLE II - Address: The principal address and mailing address of the Company is:
515 East Las Olas Boulevard, Suite 1020
Fort Lauderdale, Florida 33301

ARTICLE III - Registered Agent, Registered Office and Registered Agent's Signature:

The Registered Agent and Registered Office for service of process is as follows:

Name: Kevin Watson
Address: 515 East Las Olas Boulevard, Suite 1020
Fort Lauderdale, Florida 33301

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Company Act and all other applicable laws, relative to the proper and complete performance of my duties as registered agent.


Kevin Watson, Registered Agent

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.


Kevin Watson, Authorized Person

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