

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L04000003454
FILED 8:00 AM
January 13, 2004
Sec. Of State**

Article I

The name of the Limited Liability Company is:
THE MATTOX PRIVATE EQUITY FUND LLC

Article II

The street address of the principal office of the Limited Liability Company is:
8361 TURNBERRY CIR.
SARASOTA, FL. US 34241

The mailing address of the Limited Liability Company is:
8361 TURNBERRY CIR.
SARASOTA, FL. US 34241

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
GARY A MATTOX
8361 TURNBERRY CIR.
SARASOTA, FL. 34241

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.

Registered Agent Signature: GARY A. MATTOX

Article V

The name and address of managing members/managers are:

Title: MGR
THE MATTOX GROUP INC.
8361 TURNBERRY CIR.
SARASOTA, FL. 34241 US

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Signature of member or an authorized representative of a member

Signature: JOE WISHCAMPER