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**EFFECTIVE DATE**

010204

**OSTERNDORF & ASSOCIATES, P.A.**

Attorneys at Law  
327 South Palmetto Avenue  
Post Office Box 2352  
Daytona Beach, Florida 32115-2352  
(386) 255-9171 Fax: (386) 255-8570  
Internet: OstermPA@aol.com

Richard J. Osterndorf \*  
MaryEllen P. Osterndorf \*\*

\* Also admitted in New York  
\*\* Also admitted in Georgia

December 30, 2003

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Capponi & Foederer, LLC

Gentlemen:

Enclosed please find the original Articles of Organization:

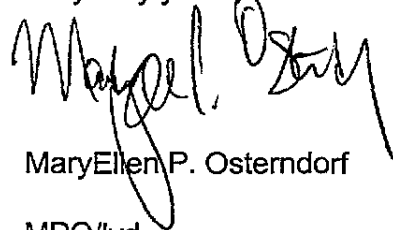
Capponi & Foederer, LLC

together with my firm's check no. 1894, made payable to the Department of State, in the amount of \$125.00 to cover the filing fee.

Please return the Certificate of Incorporation to the undersigned, together with your statement for services rendered.

Thank you for your cooperation in this matter.

Very truly yours



MaryEllen P. Osterndorf

MPO/lvd  
Enclosures

W04-1000

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DIVISION OF CORPORATIONS  
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

RECEIVED  
Date 1/16/04

January 8, 2004

MARYELLEN P. OSTENDORF  
OSTENDORF & ASSOCIATES, P.A.  
POST OFFICE BOX 2535  
DAYTONA BEACH, FL 32115-2352

SUBJECT: CAPPONI & FOEDERER, L.L.C.  
Ref. Number: W04000001000

We have received your document for CAPPONI & FOEDERER, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article IX names the company as its own managing member. The company cannot be the managing member of the company itself.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 104A00001374

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**OSTERNDORF & ASSOCIATES, P.A.**

Attorneys at Law  
327 South Palmetto Avenue  
Post Office Box 2352  
Daytona Beach, Florida 32115-2352  
(386) 255-9171 Fax: (386) 255-8570  
Internet: OsterndorfPA@aol.com

Richard J. Osterndorf \*  
MaryEllen P. Osterndorf \*\*

\* Also admitted in New York  
\*\* Also admitted in Georgia

January 20, 2004

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

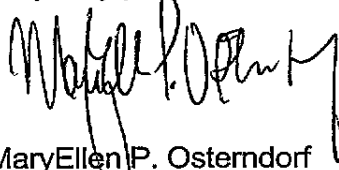
Re: Capponi & Foederer, LLC

Gentlemen:

Enclosed please find the original Articles of Organization, along with a copy of your correspondence dated January 8, 2004. We have made the appropriate changes and ask that you return the Certificate of Incorporation to the undersigned, at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,



MaryEllen P. Osterndorf

MPO/lvd  
Enclosures

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DIVISION OF CORPORATIONS  
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ARTICLES OF ORGANIZATION  
OF  
CAPPONI & FOEDERER, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, subscribe, acknowledge and file these Articles of Organization.

ARTICLE I

The name of the company shall be: Capponi & Foederer, L.L.C.

ARTICLE II

The mailing address and street address of the principal office of the company is 51 Longfellow Circle, Ormond Beach, Florida 32176.

ARTICLE III

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved as provided in these articles of organization or in the regulations.

ARTICLE IV

The Limited Liability Company is being organized for the purpose of the purchase, sale, development, lease or other dealings in real or personal property and in such other activities as may be permitted or authorized by law.

ARTICLE V

The name and street address of the initial registered agent of the company in the State of Florida is Phyllis Capponi, 51 Longfellow Circle, Ormond Beach, Florida, 32176.

**EFFECTIVE DATE**  
**01/02/04**

#### ARTICLE VI

Each member shall make additional capital contributions to the company on the unanimous consent of all the members, or as provided in the regulations.

#### ARTICLE VII

Exception as set forth in the regulations; no additional members shall be admitted to the company except with the unanimous consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VIII

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

#### ARTICLE IX

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company, as a manager-managed company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the member of the company is: Phyllis Capponi, 51 Longfellow Circle, Ormond Beach, Florida 32176.

#### ARTICLE X

The said company reserves the right to amend, alter, change, or repeal any provision

contained in these Articles of Organization in the manner now or hereafter permitted by law or prescribed by statute, and all rights conferred upon the members herein are granted subject to this reservation.


IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the uses and purposes aforesaid.

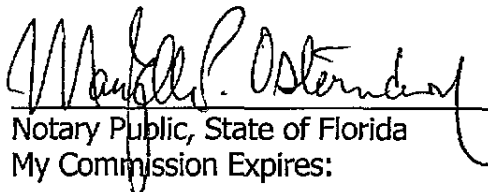
  
Phyllis Capponi  
12/30/03  
Date

STATE OF FLORIDA  
COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared Phyllis Capponi, well known to be the person described in and who subscribed the foregoing Articles of Incorporation and she freely and voluntarily acknowledged before that she made and subscribed the foregoing for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Daytona Beach, in said County and State, this 30th day of December 2003.

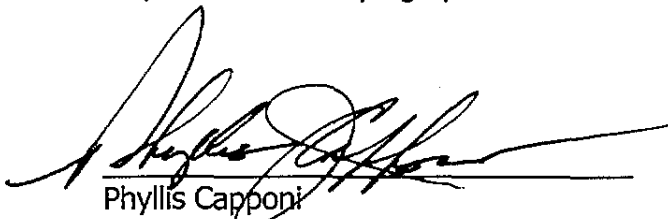
 MaryEllen P Osterndorf  
My Commission CC933265  
Expires June 24 2004

  
Notary Public, State of Florida  
My Commission Expires:

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JAN - 2 AM 9:43  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

#### ACCEPTANCE OF REGISTERED AGENT

The undersigned having been named to accept Service of Process for Capponi & Foederer, L.L.C., at the place designated in Article VI of the Articles of Incorporation, hereby accepts the obligations as Registered Agent and agrees to comply with the provisions of Section 608, Florida Statutes, Relative to keeping open said office.

  
Phyllis Capponi