

Aug-17-2004 11:27am

From: RUDEN MCCLOSKEY 17

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Florida Department of State
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Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.
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LIMITED LIABILITY COMPANY

Marshall Capital LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
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04 AUG 17 PM 3:10
STATE OF FLORIDA
TALLAHASSEE

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**ARTICLES OF ORGANIZATION
OF
MARSHALL CAPITAL LLC
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

1. NAME. The name of the limited liability company is Marshall Capital LLC (the "Company").
2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 1361 NW 187 Ave., Pembroke Pines, Florida 33029.
3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: Scott Marshall, 1361 NW 187 Ave., Pembroke Pines, Florida 33029.
4. MANAGEMENT. The Company is to be managed by its sole member.

The undersigned has executed these Articles of Organization on the 1 day of February, 2001.

MARSHALL CAPITAL LLC

By: 
Scott Marshall, Authorized Representative

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TALLAHASSEE FLORIDA


**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Marshall Capital LLC.
2. The name and address of the registered agent and office is:

Scott Marshall
1361 NW 187 Ave.
Pembroke Pines, Florida 33029

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 its 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.



Scott Marshall

2/1/2001

(Date)