

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

L05000008952
FILED 8:00 AM
January 28, 2005
Sec. Of State
alunt

Article I

The name of the Limited Liability Company is:
KGFA CAPITAL FUND1

Article II

The street address of the principal office of the Limited Liability Company is:
600 BRICKELL AVE
SUITE 802
MIAMI, FL. 33131

The mailing address of the Limited Liability Company is:
600 BRICKELL AV
802
MIAMI, FL. 33131

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:
GILBERTO M ZAPATA
20 ISLAND AVENUE
706
MIAMI BEACH, FL. 33139

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: GILBERTO ZAPATA

Article V

The name and address of managing members/managers are:

Title: MGR
JACK KELLY
6381 SW 163 CT.
MIAMI, FL. 33193

Title: MGR
MICHAEL JUI
5950 SW 47 ST
MIAMI, FL. 33155

Title: MGR
KGFA CAPITAL PARTNERS LLC
600 BRICKELL AV
MIAMI, FL. 33131

Article VI

The effective date for this Limited Liability Company shall be:

01/27/2005

Signature of member or an authorized representative of a member

Signature: GILBERTO ZAPATA

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