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CAPITAL CONNECTION, INC.

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Spring Garden Investments, LLC

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ARTICLES OF ORGANIZATION
OF
SPRING GARDEN INVESTMENTS, LLC

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STATE DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the limited liability company shall be SPRING GARDEN INVESTMENTS, LLC, ("Company"). The principal place of business of the company shall be: 1900 NW Corporate Boulevard, Suite 201E, Boca Raton, Florida 33431, and mailing address of the company shall be 1900 NW Corporate Boulevard, Suite 201E, Boca Raton, Florida 33431.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State and shall have perpetual existence thereafter unless the Company is dissolved as provided in these Articles of Organization.

ARTICLES III - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLES IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is: Inge Wagner, 115 East Palm Midway, Miami Beach, Florida 33139.

ARTICLE V- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon 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 unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI - TERMINATION OF EXISTENCE

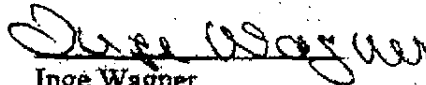
The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE VII - MANAGEMENT

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. 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 Members of the Company shall be:

Florida Exchange Corporation IV
1900 NW Corporate Boulevard
Suite 201 E East Building
Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Miami, Florida for the foregoing uses and purposes this 30th day of March, 2005. (In accordance with §608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


Inge Wagner
Organizer

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service fo 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 as provided for in Chapter 608, F.S.


Inge Wagner, Registered Agent