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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY
CAPITALCORP INVESTMENTS LLC

Certificate of Status	1
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TO 22275#888060#1#9 P.02
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**CAPITALCORP INVESTMENTS LLC
ARTICLES OF ORGANIZATION**

The undersigned, being a member desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

Name

The name of the limited liability company is CAPITALCORP INVESTMENTS LLC (the "Company").

ARTICLE II

Address

The mailing address of the principal office of the Company is:

c/o Richard Montes de Oca
701 Brickell Avenue, Suite 3000
Miami, Florida 33131

ARTICLE III

Duration and Commencement of Existence

The Company shall exist perpetually unless sooner terminated as provided under the laws of the State of Florida or the Operating Agreement of the Company. The existence of the Company shall begin on the date and at the time when these Articles of Organization are filed with the Secretary of State of the State of Florida.

ARTICLE IV

Purpose

The Company is organized for the purpose of transacting any and all lawful business authorized to limited liability companies organized in the State of Florida.

ARTICLE V

Registered Agent and Office

The name and street address of the Company's initial registered agent for service of process in the State of Florida is:

Richard Montes de Oca
701 Brickell Avenue, Suite 3000
Miami, Florida 33131

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ARTICLE VI
Management and Authority

The Company shall be managed by one or more managers elected or appointed by the members of the Company in accordance with the Operating Agreement of the Company. The manager(s) of the Company may be removed by the members of the Company in accordance with the Operating Agreement of the Company. No member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE VII
Continuation of Limited Liability Company

The Company shall be dissolved solely as provided in the Operating Agreement of the Company.

ARTICLE VIII
Indemnification

To the fullest extent permitted by law, the Company shall indemnify and hold harmless any and all of its managers, officers, employees or agents or former managers, officers, employees or agents against losses, judgments, liabilities, fines, settlements and expenses, including attorneys' fees, and other amounts paid or incurred in connection with any claim, action, suit, proceeding or investigation, whether civil, criminal or administrative, and any appeals thereof, to which any such person or his/her legal representative is made a party or threatened to be made a party, by reason of such person being or having been a manager, officer, employee or agent of the Company, except for actions by such persons judicially determined to constitute willful misconduct or gross negligence. The right to indemnification conferred hereunder shall be a contract right and exclusive of any other rights to which any manager, officer, employee or agent may be entitled as a matter of law or which may be lawfully granted.

ARTICLE IX
Liability

No member, officer or manager of the Company shall be personally obligated for liabilities and/or obligations of the Company solely by reason of being a member or acting as an officer or a manager of the Company.

IN WITNESS WHEREOF, the undersigned member of CAPITALCORP INVESTMENTS LLC has executed these Articles of Organization on April 13, 2005.


Richard Montes de Oca, Initial Member

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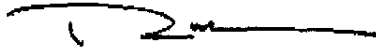
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that is familiar with, and accepts, the obligations of such position on April 13, 2005.



Richard Montes de Oca

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