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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

MLF CAPITAL LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION OF

MLF CAPITAL LLC

These Articles of Organization of MLF CAPITAL LLC (the "Company"), have been duly executed and are being filed by the undersigned authorized representative of the members to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

ARTICLE I
NAME

The name of the limited liability company formed hereby is MLF CAPITAL LLC

ARTICLE II
ADDRESS

The principal place of business address and mailing address of the Company is John O. Pickett, Manager, 2160 Notre Dame Drive, Lake Worth, Florida, 33460.

ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the registered agent and registered office of the Company is Peninsula Registered Agents, Inc., 200 South Biscayne Boulevard, Suite 4000, Miami, Florida 33131.

ARTICLE IV
MANAGEMENT

The Company is to be managed by its members and is, therefore, a member-managed company. The initial managing members are:

John O. Pickett, III (MGRM)
2160 Notre Dame Drive
Lake Worth, Florida, 33460

Jeffrey E. Kelter (MGRM)
767 Third Avenue, 32nd Floor
New York, NY 10017

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization on the 11th day of July, 2006.

By: 
Scott M. Coffey
Authorized Representative of the Member

(In accordance with section 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).

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

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

The name of the limited liability company is MLF CAPITAL LLC

The name and street address of the Florida registered agent and office are:

Peninsula Registered Agents, Inc.
200 South Biscayne Boulevard, Suite 4000
Miami, Florida 33131

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 the 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 in Chapter 608, F.S.

Peninsula Registered Agents, Inc.

By: 

Nidia Mendez-Hernandez, Assistant Secretary

Date: July 11, 2006

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