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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**STRATEGIC CAPITAL PARTNERS, LLC**

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**ARTICLES OF ORGANIZATION**  
**OF**  
**STRATEGIC CAPITAL PARTNERS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I**

**NAME**

The name of the Limited Liability Company is Strategic Capital Partners, LLC (the "Company").

**ARTICLE II**

**ADDRESS**

The mailing address and street address of the principal office of the Company is c/o 150 West Flagler Street, Suite 2200, Miami, Florida 33130.

**ARTICLE III**

**DURATION**

The period of duration for the Company shall be perpetual.

**ARTICLE IV**

**REGISTERED OFFICE AND AGENT AND ADDRESS**

The name and street address of the registered agent of the Company in the State of Florida are:

**Name**

**Address**

Robert I. Weissler

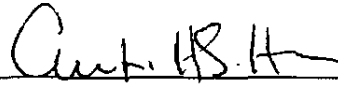
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Miami, Florida 33130

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IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 6<sup>th</sup> day of March, 2007.



Curtis H. Sitterson

Authorized Representative of Members

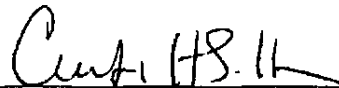
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the Company is Strategic Capital Partners, LLC.
2. The name and street address of the registered agent and office are:

Robert I. Weissler  
150 West Flagler Street, Suite 2200  
Miami, Florida 33130

Dated: March 6, 2007



Curtis H. Sitterson

Authorized Representative of Members

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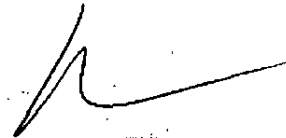
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## REGISTERED AGENT'S ACCEPTANCE

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: March 6, 2007  
Robert I. Weissler, Registered Agent

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