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Fax Number : (850)617-6383

From:

Account Name : JECK, HARRIS, RAYNOR & JONES, P.A.

Account Number : I20000000210 Phone : (561)746-1002

Fax Number : (561)747-4113



FLORIDA/FOREIGN LIMITED LIABILITY CO.

PRIVATE EQUITY FUNDING & INVESTMENTS LLC

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ARTICLES OF ORGANIZATION

2009 AUG 18 AM 8: 06

OF
PRIVATE EQUITY FUNDING & INVESTMENTS LLCSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the limited liability company is PRIVATE EQUITY FUNDING & INVESTMENTS LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company are:

Principal Office Address:

Mailing Address:

790 JUNO OCEAN WALK

790 JUNO OCEAN WALK

SUITE 601

SUITE 601

JUNO BEACH, FL 33408-1121

JUNO BEACH, FL 33408-1121

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the registered agent are JEFFREY S. RAYNOR, 790 JUNO OCEAN WALK, SUITE 601, JUNO BEACH, FL 33408-1121.

ARTICLE IV - MANAGER(S) OR MANAGING MEMBER(S)

The name and address of each Manager or Managing Member are as follows:

<u>Title</u>

"MGR" = Manager

"MGRM" = Managing Member

MGR

JEFFREY S. RAYNOR
790 JUNO OCEAN WALK
SUITE 601
JUNO BEACH, FL 33408-1121

13681.02004 07.16.09 Name and Address

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These Articles of Organization have been executed by the undersigned member of the Company or the undersigned authorized representative of a member of the Company on August 18, 2009.

Jeffrey S. Raynor, Member or Authorized Representative of a Member of the Company

> FILED 2009 AUG 18 AM 8: 06 SECRETARY OF STATE SECRETARY OF STATE

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE SECRETARY OF STATE TALLAHASSEE. FLORIDA

PURSUANT TO THE PROVISIONS OF CHAPTER 608, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: PRIVATE EQUITY FUNDING & INVESTMENTS LLC
- 2. The name and the Florida street address of the registered agent are:

JEFFREY	S.	RAYNOR	
NAM	1E		

790 JUNO OCEAN WALK, SUITE 601
Florida street address (P.O. BOX NOT ACCEPTABLE)

JUNO BEACH FL 33401-1121 CITY, STATE AND ZIP

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 of registered agent as provided for in Chapter 608, Florida Statutes.

Registered Agent's Signature