

Division of Corporations

Page 1 of 1

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**FLORIDA LIMITED LIABILITY CO.
CP ONE FINANCIAL LLC**

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Corporate Filing Menu

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**ARTICLES OF ORGANIZATION
OF
CP ONE FINANCIAL LLC**

Pursuant to Section 608.407 of the Florida Statutes, the undersigned hereby files these Articles of Organization as follows:

ARTICLE I - NAME

The name of the Limited Liability Company is **CP ONE FINANCIAL LLC**.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 225 NE Mizner Boulevard, Suite 200, Boca Raton, FL 33432.

ARTICLE III - INITIAL REGISTERED AGENT

The street address of the initial Registered Office of this Company in the State of Florida shall be c/o 200 S. Biscayne Boulevard, Suite 4900, Miami, FL 33131. The name of the initial Registered Agent of this Company at the above address shall be H. William Walker, Jr.

ARTICLE IV - DURATION


The period of duration for the Limited Liability Company is perpetual.

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be a member managed company. The name and address of the initial managing manager shall be:

CROCKER PARTNERS IV, L.P.
225 NE Mizner Boulevard, Suite 200
Boca Raton, FL 33432

IN WITNESS WHEREOF, the undersigned authorized representative has hereunto set his hand and seal this 15th day of July 2010.



Name H. William Walker, Jr.
Title: Authorized Agent

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement in designating the registered office/registered agent:

CP ONE FINANCIAL LLC, desiring to organize as a limited liability company under the laws of the State of Florida has designated c/o 200 S. Biscayne Boulevard, Suite 4900, Miami, FL 33131 as registered office and named H. William Walker, Jr. as the initial registered agent.

By: 

H. William Walker, Jr., Authorized Agent

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Having been named Registered Agent for the above stated limited liability company, at the designated Registered Office, the undersigned hereby accepts said appointment 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 the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent as provided for in Section 608.415, Florida Statutes.

By: 

H. William Walker, Jr., Registered Agent