

[illegible]

FILED
55 JUN 13 AM 8 39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one (1) copy of the articles of organization and a check for :

☐ \$346.25
Filing Fee,
Registered Agent
Designation,
Certified Copy &
Certificate

(813) 573-1344
Daytime Telephone number

500001691465
-01/18/96--01014--002
***293.75 ***293.75

NOTE: Please provide the original and one copy of the articles.

1-23.9%

ARTICLES OF ORGANIZATION FOR FLORIDA ^{FILED}
LIMITED LIABILITY COMPANY 96 JAN 18 AM 8:39

ARTICLE I-Name:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the Limited Liability Company is American Capital Partners, L.C.

ARTICLE II-Address:

The mailing address of American Capital Partners, L.C. is:

10460 Roosevelt Boulevard, Suite 275
St. Petersburg, FL 33716

The street address of American Capital Partners, L.C. is:

2400 Feather Sound Dr., Apt. 913
Clearwater, FL 34622

ARTICLE III-Duration:

The period of duration for American Capital Partners, L.C. shall be 50 years.

ARTICLE IV-Management

American Capital Partners, L.C. is to be managed by the following persons:

Glenn Ayala
2400 Feather Sound Dr., Apt. 913
Clearwater, FL 34622

Carroll E. Shipman III
14817 Feather Cove Lane
Clearwater, FL 34622

ARTICLE V- Admission of Additional Members:

Members of American Capital Partners shall be allowed to admit additional members under the following conditions:

- (1) A proposed member must be nominated by one of the remaining members.
- (2) The remaining members must vote unanimously to accept the proposed member as a full member.

(3) The proposed member must make a contribution of at least \$ 5,000 dollars (US) to the capital of American Capital Partners, L.C.

ARTICLE VI-Member Rights to Continue Business:

The death, retirement, resignation, expulsion, insanity bankruptcy, or dissolution of any member of American Capital Partners, L.C. shall result in the termination of American Capital Partners, L.C. The remaining members may continue to operate American Capital Partners, L.C. only upon unanimous vote to do so.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

American Capital Partners, L.C.

2. The name and address of the registered agent and office is:

Glenn Ayala

(Name)

2400 Feather Sound Dr. Apt. 913


(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Clearwater, FL 34622

(City/State/Zip)

FILED
96 JAN 18 PM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 as registered agent.


(Signature)

1/10/96
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

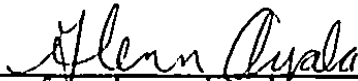
FILED
96 JAN 18 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of _____

American Capital Partners, L.C.

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 5,000 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____ .
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 95,000 .
- 5) the total amount of 2, 3, and 4 is \$ 100,000 .



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)