

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-224-9171
904-224-9190 FAX

800-342-8086



19600000252

ACCOUNT NO. : 00210000000302

REFERENCE : 069763 016860

AUTHORIZATION : Patricia Pyatt

COST LIMIT : ~~1.00~~ 285.00

ORDER DATE : March 5, 1996

ORDER TIME : 10:40 AM

900001733019

ORDER NO. : 069763

CUSTOMER NO: 016860

CUSTOMER: Mercedes Padin, Esq
KEITH MACK LEWIS COHEN &
LUMPKIN, P.A.
20th Floor
200 South Biscayne Boulevard
Miami, FL 33131

EFFECTIVE DATE
FEB 29 1996

RECEIVED
96 MAR -5 PM 12:15
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: EQUITY CAPITAL FUND-II, L.C.,
A LIMITED LIABILITY COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GWEN BUTLER

EXAMINER'S INITIALS:

T. BROWN MAR - 6 1996

FILED
96 MAR -5 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
FEB 29 1996

**ARTICLES OF ORGANIZATION
OF**

**EQUITY CAPITAL FUND-II, L.C.,
a limited liability company**

FILED
96 MAR -5 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Each undersigned individual, being either a member or the authorized representative of a member, hereby presents these Articles of Organization to the Secretary of State of the State of Florida for the formation of a limited liability company under the laws of the State of Florida.

ARTICLE I.

The name of the limited liability company is Equity Capital Fund-II, L.C.

ARTICLE II.

1. This limited liability company is to exist until December 31, 2026.
2. The existence of this limited liability company shall commence on the date these Articles are executed.

ARTICLE III.

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent
Address of Registered Office.

Key Corporate Services, Inc.

200 South Biscayne Boulevard, 20th
Floor
Miami, Florida 33131

ARTICLE IV.

The Initial Operating Agreement shall be adopted by the Members. Thereafter, the power to alter, amend, or repeal the Operating Agreement shall be vested in the members of the limited liability company in the manner set forth in the Operating Agreement.

ARTICLE V.

The Operating Agreement of this limited liability company contains provisions regarding:

1. The rights of the members to admit additional members and the terms and conditions of the admissions;
2. The rights of the remaining members of this limited liability company to continue the business of this limited liability company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, and any other event which terminates the continued membership of a member in this limited liability company.

ARTICLE VI.

The mailing address and the street address of the principal office of this limited liability company shall be as follows:

Street Address

9200 South Dadeland Boulevard
Suite 609
Miami, Florida 33156

Mailing Address.

9200 South Dadeland Boulevard
Suite 609
Miami, Florida 33156

ARTICLE VII.

The business of this limited liability company is to be managed by the Members. The name and street address of the Managing Members are as follows:

| Name | Street Address. |
|---|--|
| Equityline Financial Group, Inc. | 9200 South Dadeland Boulevard Suite 609 Miami, Florida 33156 |
| CAPITAL HOLDING LLC, a Connecticut Limited Liability Company d/b/a Capital Holding of Connecticut, L.C. | 85 Buckingham Street Hartford, Connecticut 06106 |

IN WITNESS WHEREOF, each individual has hereunto executed these Articles of Organization this 29th day of February 1996, at Miami, Florida.

Equityline Financial Group, Inc.

By: 
Edgar Lewis, Authorized Representative

CAPITAL HOLDING LLC

By: 
Edgar Lewis, Authorized Representative

STATE OF FLORIDA)
) **ss:**
COUNTY OF DADE)

1. **Robert E. Spielman** is the authorized representative for **Equityline Financial Group, Inc.**, a Florida corporation (the "Corporation") and for **Capital Holding LLC** a Connecticut limited liability company d/b/a **Capital Holding of Connecticut, L.C.**, each of which is a member of **Equity Capital Fund-II, L.C.**

3. The amount of cash to be contributed by all of the members is \$100.00;

| Description | Agreed Upon Value |
|-------------|-------------------|
| None | None |

| Description | Agreed Upon Value |
|-------------|-------------------|
| None | None |

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

Equityline Financial Group, Inc.

Date: _____, 1996

By:  (SEAL)
Robert E. Spielman, President

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 1st day of MARCH, 1996, by Robert E. Spielman as representative of Equityline Financial Group, Inc. and Capital Holding LLC, a Connecticut limited liability company d/b/a Capital Holding of Connecticut, L.C. on behalf of the corporation and limited liability company. He is (check one) ☒ personally known to me or ☐ has produced a _____ as identification.


(Signature of Person Taking Acknowledgment)

ENCARNACION ABASCAL
(Name of Acknowledger Typed, Printed or Stamped)

(Title or Rank)

(Serial Number, if any)



Notary Public, State of Florida

My Commission Expires:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES.

KEY CORPORATE SERVICES, INC.

By: Edgar Lewis Date _____

FILED
96 MAR -5 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA