

Florida Department of State

Division of Corporations
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Katherine Harris, Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

CAPKO, L.L.C.

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Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION
OF
CAPKO, L.L.C.

1. **Name.** The name of this limited liability company is CAPKO, L.L.C. (the "Company").
2. **Duration.** The company shall exist from the date of filing of these Articles of Organization with the Department of State until the earlier of thirty (30) years from the date of filing or the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
3. **Purpose.** The company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
4. **Registered Agent and Office.** The name of the initial registered agent of the Company is Isaac K. Fisher. The street address of the initial registered agent of the Company is 4601 Ponce de Leon Blvd., Suite 300, Coral Gables, Florida 33146.
5. **Place of Business.** The Company's place of business is 4601 Ponce de Leon Blvd., Suite 300, Coral Gables, Florida 33146.
6. _____
7. **Additional Members.** The members shall have the right to admit additional members to the Company, as provided in the Company's regulations.
8. **Management of the Company.** The business of the Company shall be managed by its members in proportion to their contributions to the capital of the Company as adjusted from time to time properly to reflect any additional contributions or withdrawals by the members. The names and address of the managing members are as follows:

Name	Address
Isaac K. Fisher	4601 Ponce de Leon Blvd., Suite 300 Coral Gables, Florida 33146
Robert G. Berrin	4601 Ponce de Leon Blvd., Suite 300 Coral Gables, Florida 33146

9. **Regulations.** At the time of executing these Articles of Organization, the members of the Company shall adopt regulations containing all provisions for the regulation and management of this Company not inconsistent with law or these Articles.

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10. **Date of Existence of the Company.** The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

11. **Transfer of Interest.** No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all the members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

12. **Certificated Interests.** The members' interests in the Company may be evidenced by certificates.

The undersigned, as member of the Company, executed these Articles of Organization effective as of the 30th day of September, 1999.

By: 

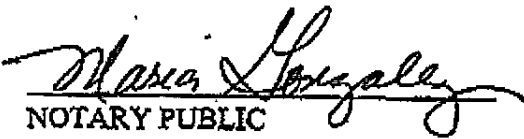
Isaac K. Fisher, Managing Member

STATE OF FLORIDA)

SS:

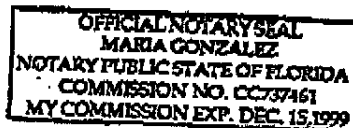
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 28th day of September, 1999, by Isaac K. Fisher, as Managing Member of Capko, L.L.C. who is personally known to me and did not take an oath.


 NOTARY PUBLIC
 State of Florida at Large
 Commission No.

My Commission Expires:

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