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*Patricia Pizit*

ORDER DATE : March 2, 2000

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CUSTOMER NO: 7103152

CUSTOMER: Ms. Rachel C. Frishe  
GOODLETTE COLEMAN & JOHNSON,  
GOODLETTE COLEMAN & JOHNSON,  
Suite 300  
4001 Tamiami Trail North  
Naples, FL 34103

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00 MAR -2 PM 1:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: RJS, L.L.C.

EFFECTIVE DATE: \_\_\_\_\_

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 MAR -2 PM 12:08

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Name Availability	<i>Q3-2</i>
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Acknowledgment	<i>Q</i>
W. P. Verifier	<i>Q</i>

**ARTICLES OF ORGANIZATION  
OF  
RJS, L.L.C.**

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TALLAHASSEE, FLORIDA

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The undersigned, being the sole initial members of a limited liability company, organized under the Florida Limited Liability Company Act, adopts and submits the following Articles of organization for such limited liability company:

**ARTICLE I  
NAME**

The name of the limited liability company (the "Company") shall be **RJS, L.L.C.**

**ARTICLE II  
PRINCIPAL PLACE OF BUSINESS**

The initial mailing address and street address of the principal office of the Company shall be **200 Royal Marco Way, Unit 310, Marco Island, Florida 34145.**

**ARTICLE III  
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered agent of the Company is **4001 Tamiami Trail North, Suite 300, Naples, Florida 34103**, and the name of the initial registered agent at such address is **Kevin R. Lottes, Esquire.**

**ARTICLE IV  
ADMISSION OF MEMBERS**

The members of the Company may admit new members to the Company as more fully described in and subject to the terms, conditions and requirements set forth in the Company's Operating Agreement and Regulations. Newly admitted members shall have all the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

**ARTICLE V  
EFFECTIVE DATE**

The Company's effective date of existence shall begin on the date of filing.

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## ARTICLE VI DURATION

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to unanimously agree to continue the business of the Company provided there is at least one (1) remaining member.

## ARTICLE VII ADOPTION OF OPERATING AGREEMENT AND REGULATIONS

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

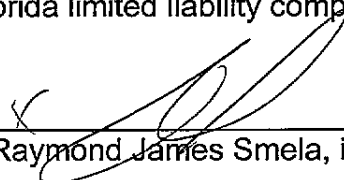
## ARTICLE VIII INITIAL MATTERS

The Company will be managed by a manager or managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The initial number of managers of the Company shall be one (1). The number of managers may be increased in accordance with the terms of the Operating Agreement and Regulations. The name and business address who shall serve as manager until the first meeting of members and until his successor is elected and qualified is:

**Ray H. Smela**  
**200 Royal Marco Way #310**  
**Marco Island, Florida 34145**

IN WITNESS WHEREOF, the undersigned, being the sole initial members of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act has executed these Articles of Organization as of this 29<sup>th</sup> day of February, 2000.

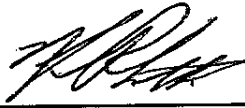
**RJS, L.L.C.**  
a Florida limited liability company

By:   
Raymond James Smela, its Sole Member

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TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**


I, Kevin R. Lottes, having been duly designated to act as registered agent and to accept service of process for RJS, L.L.C., a limited liability company to be organized under the Florida Limited Liability Company Act, 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 am familiar with and accept the designations of my position as Registered Agent.



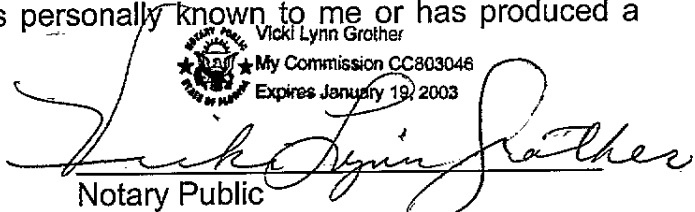
Kevin R. Lottes

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 29 day of February 2000, by KEVIN R. LOTTES, who is personally known to me or has produced a Florida's drivers license as identification.



Vicki Lynn Grother  
My Commission CC803046  
Expires January 19, 2003



Notary Public  
State of Florida at Large  
My Commission Expires:

(Notary Seal)

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TALLAHASSEE, FLORIDA