

3.
L000000 11636

CLARK, PARTINGTON, HART, LARRY, BOND & STACKHOUSE

ATTORNEYS AT LAW
POST OFFICE BOX 13010
PENSACOLA, FLORIDA
32591-3010

TELEPHONE (850) 434-9200
FAX (850) 433-9599
E-MAIL RCOLBERT@CPHLAW.COM

ONE PENSACOLA PLAZA
125 WEST ROMANA STREET, SUITE 800
PENSACOLA, FLORIDA 32501

RICHARD M. COLBERT

LICENSED TO PRACTICE IN FLORIDA,
GEORGIA AND ALABAMA

300003403393--3
-09/25/00--01140--004
****125.00 ****125.00

September 19, 2000

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399
Attn: L.L.C. Filing Division

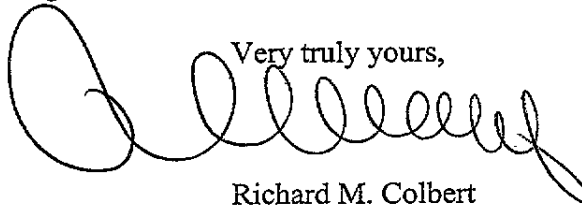
Re: Ronco II, L.L.C.

Dear Sir/Madam:

Enclosed please find our firm check payable to "Florida Department of State" in the amount of \$125.00 which is forwarded in payment of the filing fee and registered agent fee for the initial filing of the above reference limited liability company. Additionally, you will find the Articles of Organization of Ronco II, L.L.C.

Please forward the acknowledgment of this filing to the undersigned.

Very truly yours,



Richard M. Colbert

RMC/ckj

Enclosures

FILED
00 SEP 25 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
9/26

ARTICLES OF ORGANIZATION OF

Ronco II, L.L.C.

Guy D. Clark, a natural person competent to contract, presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I

The name of the limited liability company is:

Ronco II, L.L.C.

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing address and street address of the principal office of the limited liability company is 4038 Lauren Court, Destin, Florida 32541.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

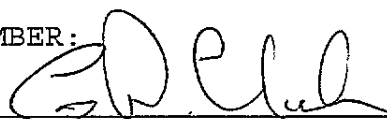
The address of the initial registered office of this limited liability company shall be 277 Azalea Drive, Suite A, Destin, Florida 32541-7321, and the name of the initial registered agent of this limited liability company at that address is S. Ron Rogers.

ARTICLE IV - MANAGER/MANAGED COMPANY

The Company shall be a Manager Managed Company.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on the date set forth below.

MEMBER:



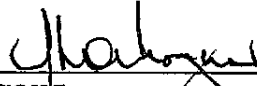
Guy D. Clark

Date: September 19, 2000

FILED
00 SEP 25 PM 3 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Ronco II, Inc. Further, I am familiar with and accept the duties and obligations of such designation.



J. Ron Rogers

FILED
00 SEP 25 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA