



L00000012336

ACCOUNT NO. : 072100000032

REFERENCE : 857392 125630A

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE : October 9, 2000

ORDER TIME : 3:25 PM

ORDER NO. : 857392-020

CUSTOMER NO: 125630A

200003419882-18

CUSTOMER: Mr. Jack E. Owens
J. E. Owens & Company, C.p.a.

2731 Silver Star Road
Suite 100
Orlando, FL 32808

DOMESTIC FILING

NAME: THE RIPA INVESTMENT
PARTNERSHIPS LIMITED LIABILITY
COMPANY

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155.

EXAMINER'S INITIALS:

FILED
00 OCT -9 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 OCT -9 PM 4:47
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

L00-12336
OK



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 10, 2000

JANNA WILSON
CSC

SUBJECT: THE RIPA INVESTMENT PARTNERSHIPS LIMITED LIABILITY
COMPANY
Ref. Number: W00000024478

We have received your document for THE RIPA INVESTMENT PARTNERSHIPS LIMITED LIABILITY COMPANY and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 300A00053374

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00 OCT 10 PM 12:59

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESUBMIT

Please give original
submission date as file date

Limited Liability Company Articles of Organization

We, the undersigned, who intend to form and create a Limited Liability Company, PURSUANT TO THE Statutes of the State of Florida, do hereby state and certify the following:

1. The name of the Liability Company shall be THE RIPA INVESTMENT PARTNERSHIPS LIMITED LIABILITY COMPANY.
2. The registered office of the company is located at 10149 Fisher Avenue, city of Tampa, state of Florida; its registered agent is Frank P. Ripa, for service of process.
3. The principal place of business of the Company is located at 10149 Fisher Avenue, city of Tampa, state of Florida; The mailing address shall be the same.
4. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under laws of the above named State.
5. The company shall have a duration of 30 years and it shall dissolve at the end of said time frame.
6. Indemnification.
 - a. The company shall indemnify any person who is or was a party, who is threatened to be made a party, to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member, or employee of the company, or is or was serving at the request of the company as a director, trustee, officer, or employee of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties, and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or a least not opposed to, the best interests of the company, and with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere, or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably

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believed to be in, or at least not opposed to, the best interest of the company.

- b. The forgoing indemnification shall not apply in the case of an action, suit, or proceeding instituted by one or more members of the company, if the claim, matter, or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnification; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties, and amounts paid in settlement as determined by the court.
 - c. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative, or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit, or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to by indemnification by the corporation.
7. *Composition of management.* The management of the Company will be vested in a board of managers, consisting of a number not more than four, designated in accordance with the terms of the company operating agreement. Therefore, the Company is a manager-managed company.
8. The names and addresses of the Managers of the Company are as follows:

Managers	Address
Frank P. Ripa	10149 Fisher Avenue Tampa, Florida 333619-7843

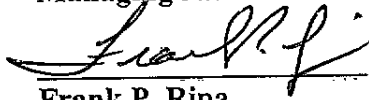
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9. The amount of capital each Member has contributed or has agreed to contribute:

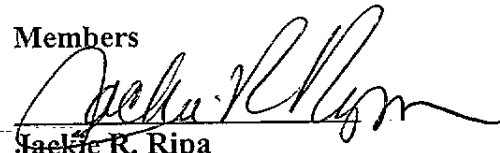
Member	Capital Agreed To Contribute
Frank P. Ripa	\$ 1,000.00
Jackie R. Ripa	\$ 1,000.00

10. The company shall have the right to add additional Members according to the terms of the Operating Agreement.
11. The Members may only discontinue business upon an event of dissolution only according the terms of the Operating Agreement.
12. The company shall be initially organized with at least two Members.

Managing Members


Frank P. Ripa

Members


Jackie R. Ripa

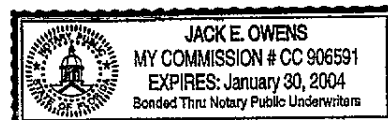
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

On the 3rd day of October, 2000, personally appeared before me
Frank P. Ripa, and Jackie R. Ripa, the signers of the within instrument, who duly
acknowledged to me that they executed the same.


Notary Public

2731 Silver Star Road Orlando FL 32808
Residing at:

1-30-2004
My commission expires:



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00 OCT -9 PM 5:00
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TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company, at the place designated in the Articles of Organization, 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 as provided for in Chapter 608, F.S.



Frank P. Ripa

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