

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

L000000012754

CONTACT: CINDY HICKS

DATE: 10-19-00

REF. #: 0262.13437

CORP. NAME: RA VENTURES XI, L.L.C.

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: | | |

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 19 PM 12:02

APPROVED
AND
FILED

STATE FEES PREPAID WITH CHECK# 9130 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

500003429585--2
-10/19/00--01030--025
****155.00 ****155.00

COST LIMIT: \$

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

10-19-00

**STATE OF FLORIDA
ARTICLES OF ORGANIZATION
OF
RA VENTURES XI, L.L.C.**

These Articles of Organization of RA Ventures XI, L.L.C., a Florida limited liability company (the "Company"), dated as of the 18th day of October, 2000, are being duly executed and filed by Harold W. Mullis, Jr., the organizer, authorized to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes) (the "Florida Act").

- FIRST:** The name of the limited liability company is RA Ventures XI, L.L.C.
- SECOND:** The nature of the business to be transacted and the purposes to be promoted or carried out by the Company is to engage in any lawful act or activity for which limited liability companies may be formed under the Florida Act, and by such statement all lawful acts and activities shall be within the purposes of the Company's business as permitted under the Florida Act.
- THIRD:** The Company is to be managed by manager(s) as appointed by the Members from time to time. The name and address of the initial manager who shall serve until the first annual meeting of the Members or until their successors are elected and qualified is: Riverson S. Leonard, 533 S. Howard Avenue #8, PMB #53, Tampa, Florida, 33606.
- FOURTH:** The duration of the Company shall be perpetual and shall begin on the date first set forth above, unless sooner dissolved in accordance with the Company's regulations and/or Florida law.
- FIFTH:** The principle address and mailing address of the Company shall be 533 S. Howard Avenue, #8, PMB #53, Tampa, Florida, 33606.
- SIXTH:** The Members of the Company may admit additional Members upon the requisite consent of the Members, in accordance with the RA Ventures XI Limited Liability Company Regulations (the "Regulations").
- SEVENTH:** The remaining Members, if any, pursuant to the terms of the Regulations or applicable law, may elect to continue the Company's business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member.

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TAMPA, FLORIDA

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or the occurrence of any other event which terminates the continued membership of a Member in the Company.

EIGHTH: The Registered Agent and Registered Office for service of process is as follows:

Name: Harold W. Mullis, Jr.
Address: 101 E. Kennedy Boulevard, Ste. 2700
Tampa, Florida 33602

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.

By: Harold W. Mullis, Jr.
Harold W. Mullis, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

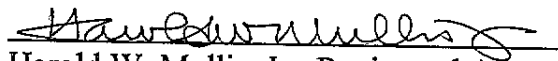
Pursuant to Section 48.091 and Section 608.415 of the Florida Statutes, the following is submitted:

That **RA Ventures XI, L.L.C.** (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, with its registered office, as indicated in the Articles of Organization filed even date herewith, 101 E. Kennedy Boulevard, Suite 2700, Tampa, Florida, 33602, has named as its agent to accept service within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act and all other applicable laws relative to the proper and complete performance of my duties as registered agent.

Date: October 18, 2000


Harold W. Mullis, Jr., Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA