

L02000001211**Florida Department of State**

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : HUMPHREY & KNOTT, P.A.

Account Number : 072100000455

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AL**LIMITED LIABILITY COMPANY****TRM Ventures, L.L.C.**

Certificate of Status	0
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ARTICLES OF ORGANIZATION
OF
TRM VENTURES, L.L.C.

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - NAME

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

ARTICLE II - ADDRESS

The mailing address and street address of the principal place of business of the Company in Florida shall be 13301 Broadhurst Loop, Fort Myers, Florida 33919.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to conduct and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent and office of the Company in the State of Florida is Anthony James Morelli, 13301 Broadhurst Loop, Fort Myers, Florida 33919.

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ARTICLE VI - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the amounts set forth below beside their respective names:

<u>Name and Address of Member</u>	<u>Capital Contribution</u>	<u>Initial Member Percentage Interest</u>
Thomas Joseph Morelli 1718 Ben Crenshaw Way Austin, TX 78746	\$500.00	50%
Rachel Anne Morelli 1718 Ben Crenshaw Way Austin, TX 78746	\$500.00	50%

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02 JAN 15**ARTICLE VII - ADMISSION OF NEW MEMBERS**

Except as expressly provided for in the Regulations of the Company, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all of the members. A member may transfer the member's interest in the Company only as set forth in the Regulations of the Company, but the transferee, except as is expressly provided for in the Regulations of the Company, shall have no right to participate in the management and affairs of the company or become a member unless all of the other members of the company, other than the member proposing to dispose of an interest, approve of the proposed transfer, by unanimous written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The members of the limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members and the names and addresses of the managing members are:

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Name

Address of Member

Thomas Joseph Morelli

1718 Ben Crenshaw Way
Austin, TX 78746

Rachel Anne Morelli

1718 Ben Crenshaw Way
Austin, TX 78746

IN WITNESS WHEREOF, we have signed these Articles of Organization and
acknowledge them to be our act this 14th day of January, 2002.

Thomas Joseph Morelli

Thomas Joseph Morelli, Member

Rachel Anne Morelli

Rachel Anne Morelli, Member

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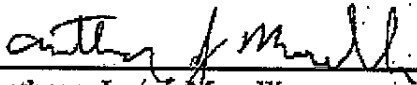
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TRM Ventures, L.L.C. at the place designated in the Articles of Organization, 13301 Broadhurst Loop, Fort Myers, Florida 33919, agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated: January 15, 2002


Anthony James Morelli

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