

LAW OFFICES

VEGA, BROWN, STANLEY & BURKE, P.A.

FOUNDED 1948

GEORGE VEGA, JR.
THOMAS R. BROWN, P.A.
JOHN F. STANLEY*
CONSTANCE M. BURKE
DEMIAN M. KRUCHTEN
MICHAEL G. MOORE
* ALSO LICENSED IN NY

2660 AIRPORT ROAD SOUTH
NAPLES, FLORIDA 34112-4899

TELEPHONE (941) 774-3333
TELECOPIER (941) 774-6420

LO20000004310

2/18

NJH

February 13, 2002

100004947361--3
-02/18/02--01036--022
****130.00 ****130.00

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327

RE: Helium Investments, LLC

Dear Sir or Madam:

Enclosed please find the Articles of Organization for the above referenced corporation and a check for \$130.00 for the filing fee, the designation of registered agent and a certificate of status. Please file the same and send me the certificate of status.

If you have any questions please call me at (941) 774-3333.

Very truly yours,

Dem Kruchten

Demian M. Kruchten

DMK:lma
Enclosures

02 FEB 18 2002 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF ORGANIZATION FOR
HELIUM INVESTMENTS LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is **HELIUM INVESTMENTS, L.L.C.**

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 2660 Airport Road South, Naples, FL 34112-4899.

**ARTICLE III
REGISTERED AGENT**

THE NAME AND STREET ADDRESS OF THE L.L.C.'S INITIAL REGISTERED AGENT FOR SERVICE OF PROCESS IN THE STATE IS: DEMIAN M. KRUCHTEN, ESQUIRE, 2660 AIRPORT ROAD SOUTH, NAPLES, FL 34112-4899.

ARTICLE IV

DURATION

The period of duration for the Limited Liability Company shall be perpetual, unless otherwise stated in the Limited Liability Company Operating Agreement.

**ARTICLE V
MANAGEMENT**

The Limited Liability Company is to be Manager managed. The name and address of the Managers are as follows:

Demian M. Kruchten - 2660 Airport Road South, Naples, FL 34112-4899.

Lee Fisher - 950 N. Collier Blvd., Suite 400, Marco Island, FL 34145.

FILED
FEB 18 AM 11:57
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted with the unanimous written consent of the existing members, unless otherwise provided in the Limited Liability Company Operating Agreement.

ARTICLE VII

MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the limited liability company may consent to continue the business on 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 limited liability company, within ninety days following the occurrence of such event.

Executed this 11 day of February, 2002.

DM Kruchten
Demian M. Kruchten, Member

Lee Fisher
Lee Fisher, Member

FILED
02 FEB 18 AM 11:5
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF RESIDENT AGENT

Having been named as Registered Agent to accept service of process of the above stated limited liability company at the place designated in these 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.

Dated this 11 day of February, 2002.

DM Kruchten
Demian M. Kruchten, Esquire