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ICARD, MERRILL, CURTIS, TIMM
FUREN & GINSBURG, P.A.

ATTORNEYS AND COUNSELORS

2033 MAIN STREET, SUITE 600

SARASOTA, FLORIDA 34237

FACSIMILE (941) 366-6384

TELEPHONE (941) 366-8100

F. THOMAS HOPKINS

DIRECT DIAL: (941) 953-8109

E-MAIL: thopkins@icardmerrill.com

REPLY TO:

P.O. BOX 4195

SARASOTA, FLORIDA 34230

March 5, 2002

FEDERAL EXPRESS

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Florida Department of State
Attention: LLC Filing
409 East Gaines Street
Tallahassee, FL 32399

RE: RIVI, L.L.C.

To Whom It May Concern:

Enclosed for filing, in duplicate, are Articles of Organization of RIVI, L.L.C., together with our check in the amount of \$155.00, representing the \$125.00 filing fee and \$30.00 for certified copy of the articles.

Thank you for your assistance.

Sincerely,



F. Thomas Hopkins

FTH:lw
Enclosures

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02 MAR 16 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AR

**ARTICLES OF ORGANIZATION
OF
RIVI, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes and files the following Articles of Organization.

ARTICLE I -- NAME

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

ARTICLE II -- ADDRESS

The mailing address of the Company and the street address of the principal office of the Company shall be c/o F. Thomas Hopkins, 2033 Main Street, Suite 600, Sarasota, FL, 34237.

ARTICLE III -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company for service of process in the State of Florida is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.; Attention: F. Thomas Hopkins, 2033 Main Street, Suite 600, Sarasota, FL, 34237.

ARTICLE IV -- MANAGEMENT

The Company is to be a manager-managed company. The initial manager is Regina L. Arias.

ARTICLE V -- OPERATING AGREEMENT

Any operating agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of any written operating agreement of the Company, as amended and in existence from time to time.

The undersigned member [or authorized representative] has executed these Articles of Organization at Sarasota, Florida, on this 5TH day of March, 2002.



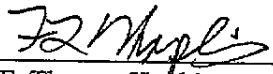
F. Thomas Hopkins, Its Authorized Representative

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the registered agent appointed in the Articles of Organization of RIVI, L.L.C., hereby accepts the appointment as registered agent and represents that the undersigned is familiar with, and accepts, the obligations of the registered agent position as provided for in the Florida Limited Liability Company Act.

ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

By: 
F. Thomas Hopkins,
its authorized agent

Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA