

L02000016987

Kiefner & Renaldo, P.A.

Attorneys At Law
146 Second Street, North, Suite 300
St. Petersburg, Florida 33701

John R. Kiefner, Jr. *
James S. Renaldo **
Scott W. Fitzpatrick

Telephone: (727) 894-8000
Fax: (727) 894-8002
www.kiefnerrenaldolaw.com

Admitted
* Florida & D.C.
** Florida & N.Y.

800006222358--3
-07/05/02--01046--001
****160.00 ****160.00

July 3, 2002

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
(850) 245-6051

Re: Prosperity Associates, L.L.C.

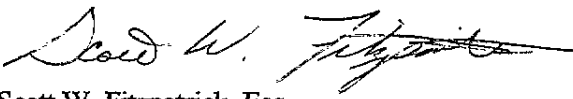
To whom it may concern:

Enclosed, please find our firm's check in the amount of \$160.00, representing the filing fee, registered agent designation fee, certified copy fee, and certificate of status fee for the Articles of Organization for **Prosperity Associates, L.L.C.** Kindly forward a confirmation of the filing of the enclosed information to the address above.

Thank you for your cooperation in this matter. Should you have any questions, please do not hesitate to contact me.

Very Truly Yours,

KIEFNER & RENALDO, P.A.


Scott W. Fitzpatrick, Esq.

Name Availability	
Document Examiner	ENC
Enclosures	
Updater	ENC
Updater Verifier	2
Acknowledgement	ENC
W. P. Verifier	ENC

L02000016987

FILED
02 JUL -5 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

FOR

PROSPERITY ASSOCIATES, L.L.C.

THE UNDERSIGNED, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida does set forth the following:

ARTICLE I: Name:

The name of the limited liability company ("Company") is:

PROSPERITY ASSOCIATES, L.L.C.

ARTICLE II: Address

The mailing address and street address of the principal office of the Company is:

10710 SEMINOLE BOULEVARD, SUITE 2
SEMINOLE, FLORIDA 33778

ARTICLE III: Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

FRANK C. BERMAN
10710 SEMINOLE BOULEVARD, SUITE 2
SEMINOLE, FLORIDA 33778

Having been named as registered agent and to accept service of process for the above stated Company at the place designated in this certificate, 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 of the Florida Statutes.


FRANK C. BERMAN

ARTICLE IV: Management

The Company is to be managed by one manager or more managers and is, thereof, a manager-managed company.

02 JUL -5 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE V: Purpose

The nature of the business or purposes to be conducted or promoted by the Company is to engage in any lawful act or activity for which limited liability companies may be organized under the laws of Florida.

In accordance with section 608.408(3) of the Florida Statutes, the execution of this document constitutes an affirmation under the penalty of perjury that the facts stated herein are true.


FRANK C. BERMAN, Member

02 JUL -5 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED