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DIAL ENTERPRISES

4253 University Boulevard, S.
Suite 403
Jacksonville, FL 32216
TEL: (904) 739-2315

July 24, 2002

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****130.00 ****130.00

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

ATTN: New Filings

Gentlemen:

Enclosed are Articles of Organization a new Limited Liability Company to be known
R & R INVESTMENT PROPERTIES, LLC.

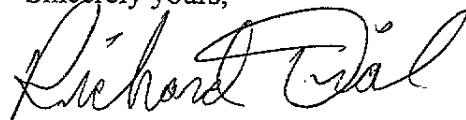
Also enclosed is our check in the amount of \$130.00 to cover filing fees, designation
registered agent, and certificate of status for the company.

Please forward acknowledgements and initial correspondence to the above-named
correspondent.

W 7/29

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Sincerely yours,



Richard Dial

ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY

ARTICLE I-Name

The name of the Limited Liability Company is:

R & R INVESTMENT PROPERTIES, LLC

ARTICLE II- Address

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

2012 Walnut Street
Jacksonville, FL 32206

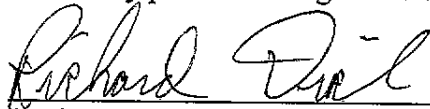
ARTICLE III-Registered Agent, Registered Office & Registered Agent's Signature

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

Richard Dial
4253 University Blvd., S.
Suite 403
Jacksonville, FL 32216

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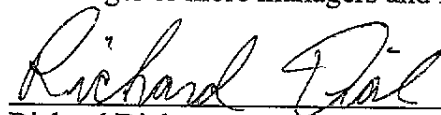
Having been named as registered agent to accept service of process for the above stated limited liability company designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating 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, F.S.



Registered Agent

ARTICLE IV-Management

The Limited Liability is to be managed by one manager or more managers and is, therefore, a manager-managed company.



Richard Dial