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Law Office
of
GREGORY D. LERCH
ATTORNEY AND COUNSELOR AT LAW

GREGORY D. LERCH*

OF COUNSEL:
ANTHONY M. NARDELLA
FREDERICK H. NELSON
(*ADMITTED IN FLORIDA, MARYLAND AND DC)

1081 SANDY LANE
LONGWOOD, FLORIDA 32779

TELEPHONE (407) 869-0020
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August 28, 2002

Attn: New Filing Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

SUBJECT: FRR INVESTMENTS, L.L.C.

800007475608--3
-09/03/02--01062--001
****125.00 ****125.00

Enclosed are an original and one copy of the Articles of Organization and a Statement Accepting Appointment as Registered Agent for a Florida Limited Liability Company. I have also enclosed a check in the amount of \$125.00 for the requisite filing fee. Please send the certificate at your earliest convenience to:

Law Offices of Gregory Lerch
1081 Sandy Lane
Longwood, Florida 32779

I can be reached at (407) 869-0020 if you have any further questions. Thank you in advance for your cooperation.

02998

Sincerely,

Gregory Lerch

GDL/kl
enclosures

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AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W02-25777~~

9-13-02



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 4, 2002

GREGORY LERCH, ESQ.
1081 SANDY LANE
LONGWOOD, FL 32779

SUBJECT: FRR INVESTMENTS, L.L.C.
Ref. Number: W02000025577

We have received your document for FRR INVESTMENTS, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 202A00050992

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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ARTICLES OF ORGANIZATION

FOR

FRR INVESTMENTS, L.L.C.

A Florida Limited Liability Company
1934 Lost Spring Court
Longwood, Florida 32779

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

ARTICLE I NAME

The name of this Limited Liability Company shall be FRR Investments, L.L.C. (hereinafter "L.L.C.").

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the L.L.C. is 1934 Lost Spring Court, Longwood, Florida, 32779.

ARTICLE III DURATION

The L.L.C. shall commence its existence on the date these Articles Of Organization are filed by the Florida Department of State. The L.L.C.'s existence shall be perpetual unless the L.L.C. is dissolved earlier as provided in these Articles Of Organization or in the regulations.

ARTICLE IV REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the L.L.C. in the state of Florida are FELIX RICHARD RODRIGUEZ, 1934 Lost Spring Court, Longwood, Florida, 32779. The L.L.C. may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLE V
ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the L.L.C. except with the unanimous written consent of all the members of the L.L.C. and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the L.L.C. as set forth in the regulations of the L.L.C., but the transferee shall have no right to participate in the management of the business and affairs of the L.L.C. or become a member unless 100% of the members of the L.L.C. other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI
MEMBERS' RIGHT TO CONTINUE BUSINESS

The L.L.C. shall be dissolved on the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the L.L.C., unless the business of the L.L.C. is continued by unanimous vote of the remaining members.

ARTICLE VII
MANAGEMENT/MEMBERS

The L.L.C. shall be managed by its members and is, therefore, a member-managed company. The name and address of the members of the L.L.C. are:

FELIX RICHARD RODRIGUEZ
1934 Lost Spring Court
Longwood, Florida 32779

ARTICLE IX
INDEMNIFICATION

In addition to any rights and duties under applicable law, the L.L.C. shall indemnify and hold harmless all of its present and former members, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said members, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE X
LIMITED LIABILITY OF MEMBERS

The private property of the members shall not be subject to payment of the L.L.C.'s debts to any extent.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

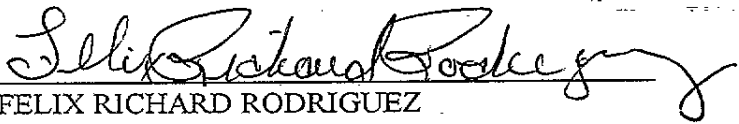
ARTICLE XI
AMENDMENT

This L.L.C. reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

ARTICLE XII
HEADINGS AND CAPTIONS

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned, being the member hereinbefore named, for the purpose of forming a L.L.C. under Florida Statutes, Chapter 608, and other laws of the state of Florida, to do business both within and without the State of Florida, does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set his hand and seal this 28 day of AUGUST, 2002.


FELIX RICHARD RODRIGUEZ
Member

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

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

Date 8/28/02


FELIX RICHARD RODRIGUEZ, Registered Agent

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA