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ACCOUNT NO. : 0721000000032

REFERENCE : 784168 *Patricia Pignato* 3487A

AUTHORIZATION :

COST LIMIT : \$ 155.00

FILED
2002 OCT 16 PM 1:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ORDER DATE : October 16, 2002

ORDER TIME : 11:11 AM

ORDER NO. : 784168-005

CUSTOMER NO: 3487A

CUSTOMER: Ms. Laurie Wright
Icard Merrill Cullis Timm
Furen & Ginsburg, Pa
2033 Main Street
Suite 600
Sarasota, FL 34237

500008404265--9

DOMESTIC FILING

NAME: R SQUARED, LLC

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

RECEIVED
02 OCT 16 AM 11:36
STATE
TALLAHASSEE, FLORIDA

J. BRYAN OCT 16 2002

ARTICLES OF ORGANIZATION
OF
R SQUARED, LLC

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the limited liability company shall be R SQUARED, LLC ("Company").

ARTICLE II - PURPOSE AND POWER

The purpose for which the Company is organized is to own, operate and manage property, real, personal and mixed, of any kind or nature, and to otherwise conduct any lawful business to promote any lawful purpose, and to engage in any lawful act or activity, for which limited liability companies may be organized under the Florida Limited Liability Company Act, including, but not limited to, the purchase, development, sale, service, lease and management of personal and real properties of all kinds and descriptions.

The Company shall have the powers provided for a limited liability company under the Florida Limited Liability Company Act, and by applicable law. All such powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of the members of the Company.

ARTICLE III - MAILING ADDRESS AND PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company shall be 7340 Regina Royale, Sarasota, FL 34238.

ARTICLE IV - INITIAL REGISTERED AGENT AND REGISTERED OFFICE

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

ARTICLE V - OPERATING AGREEMENT

The 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, the Operating Agreement of the Company, as amended and in existence from time to time.

IN WITNESS WHEREOF, the undersigned member (or authorized representative) has executed these Articles of Organization at Sarasota, Florida, as of October 15, 2002.



F. Thomas Hopkins
Member or Authorized Representative

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY DESCRIBED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: R SQUARED, LLC.
2. The name and address of the registered agent and office is:

Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.

C/O F. Thomas Hopkins

2033 Main Street, Suite 600

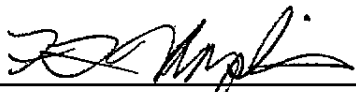
Sarasota, FL 34237

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Having been named as registered agent and to accept service of process for the above stated limited liability 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 as registered agent.

Dated October 15, 2002.

Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.



By: F. Thomas Hopkins,
its Vice President