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To:

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Fax Number : (850) 205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

R FUTURES III, L L C

Certificate of Status	0
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02 OCT 24 AM 10:05
STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 24, 2002

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article III is referring to incorporators. LLC's do not have incorporators. Please correct the document.

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION
OF
R FUTURES III, L L C

The undersigned incorporator/organizer to these Articles of Organization, a natural person competent to contract, does hereby form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I

LIMITED LIABILITY COMPANY NAME

The name of the Limited Liability Company is R FUTURES III, L L C

ARTICLE II

ADDRESS

The initial mailing and street address of the principal office of this Limited Liability Company is 6161 North Via Venetia, Delray Beach, Florida 33484.

ARTICLE III

REGISTERED OFFICE & REGISTERED AGENT

The name and street address of the Limited Liability Company's initial registered agent is Laurie Bolch Schrier, Esquire, Laurie Bolch, P.A., 2260 North Dixie Highway, Boca Raton, Florida 33431.

ARTICLE IV

MANAGER-MANAGED COMPANY

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

Date: 10/24/02


Laurie Bolch Schrier, Esquire

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STATE OF FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

IN COMPLIANCE WITH SECTION 608.407, FLORIDA STATUTES,
 FOLLOWING IS SUBMITTED:

FIRST- R FUTURES III, L.L.C., DESIRING TO ORGANIZE (name of Limited Liability Company)

OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS

PRINCIPAL PLACE OF BUSINESS AS CITY OF DELRAY BEACH
 (city)

STATE OF FLORIDA, HAS NAMED LAURIE BOLCH SCHRIER, ESQUIRE,
 (state) (name of registered agent)

LOCATED AT 2260 NORTH DIXIE HIGHWAY,
 (street address) (post office boxes are not acceptable)

CITY OF BOCA RATON, STATE OF FLORIDA, AS ITS AGENT TO
 ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY STATE THAT I AM FAMILIAR WITH, AND ACCEPT THE OBLIGATIONS OF THIS POSITION 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.

SIGNATURE: Laurie Bolch Schrier

(REGISTERED AGENT)

DATE: 10/24/02

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