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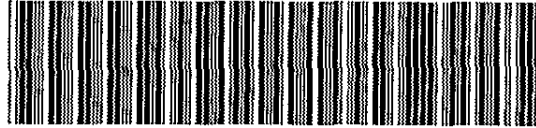
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January 31, 2003

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Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

Regarding: RS1 Enterprises, L.L.C.

Dear Clerk:

Enclosed please find original Articles of Organization for RS1 Enterprises, L.L.C. for filing. Also enclosed please find a check in the amount of \$125.00 for filing fees due.

If you have any questions, please feel free to call my office. Thank you.

Sincerely yours,

ICARD, MERRILL, CULLIS,
TIMM, FUREN & GINSBURG, P.A.

Holly Hawk

Holly M. Hawk

Enclosures

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ARTICLES OF ORGANIZATION
OF
RS1 ENTERPRISES, L.L.C.

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

ARTICLE I - NAME

The name of the limited liability company shall be:

"RS1 ENTERPRISES, L.L.C."

(hereinafter referred to as the "Company")

ARTICLE II - ADDRESS

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

1960 Stickney Point Road, Suite 207
Sarasota, FL 34231

ARTICLE III - PURPOSE AND POWER

The business of the Company shall be to carry on any lawful business or activity in accordance with applicable law, and to have and exercise all of the powers, rights and privileges which a limited liability company organized pursuant to the Florida Act may have and exercise. Title to real estate and to other assets acquired by the Company shall be held in the name of the Company. In carrying out the purposes of the Company, but subject to all other provisions of this Agreement, the Company shall have all powers and rights of a limited liability company organized under the Florida Act, to the extent such powers and rights are not proscribed by the Articles.

ARTICLE IV - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved in accordance with the Florida Act.

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ARTICLE V - REGISTERED AGENT

The name and address of the Company's initial registered agent for service of process in the State of Florida is:

Marcella M. Mika
1960 Stickney Point Road, Suite 207
Sarasota, FL 34231

ARTICLE VI - MANAGEMENT

The Company shall be managed by a designated Manager as provided in the Operating Agreement. The name and address of the initial Manager of the Company is:

Marcella M. Mika
1960 Stickney Point Road, Suite 207
Sarasota, FL 34231

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Sarasota, Florida, on this 29th day of January, 2003.


MARCELLA M. MIKA, Manager

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR**

"RS1 PROPERTIES, L.L.C."

Having been named to accept service of process for the above stated limited liability company, at the place designated in the company's Articles of Organization, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: January 29, 2003.



MARCELLA M. MIKA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA