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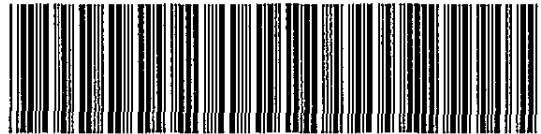
Certificates of Status _____

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3/21 FL LLC CC

U03-6755

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LAW OFFICES OF
KLINGBEIL & ROBERTS, P.A.
341 Venice Avenue West
VENICE, FLORIDA 34285

Robert T. Klingbeil, Jr.
Gregory C. Roberts

Telephone (941) 485-2900
Fax (941) 486-8565
E-mail: inquiry@k-rlaw.com
Web site: www.k-rlaw.com

March 4, 2003

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: RIVEN INVESTMENTS LIMITED, L.L.C.

Dear Sir:

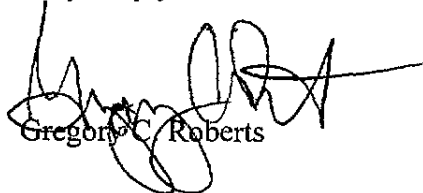
Enclosed please find one original and one copy of Articles of Organization regarding the above-referenced L.L.C. Also enclosed is our check in the total amount of \$155.00 to cover the cost of this filing:

Filing Fee	\$100.00
Registered Agent Designation	25.00
Certified Copy of Articles	<u>30.00</u>
Total:	\$155.00

Please return a certified copy of the Articles of Organization to our office at the address listed above.

Thank you for your attention to this matter.

Very truly yours,


Gregory C. Roberts

GCR/kjh
Enclosures

cc: Mr. and Mrs. Charles Shepherd, w/enc.

kat\Incorp\RivenArtltr



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 10, 2003

GREGORY C. ROBERTS
KLINGBEIL & ROBERTS, P.A.
341 VENICE AVENUE WEST
VENICE, FL 34285

SUBJECT: RIVEN INVESTMENTS LIMITED, L.L.C.
Ref. Number: W03000006755

We have received your document for RIVEN INVESTMENTS LIMITED, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity cannot include "LIMITED." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 503A00014952

ARTICLES OF ORGANIZATION OF RIVEN INVESTMENTS LIMITED COMPANY

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be RIVEN INVESTMENTS LIMITED COMPANY. The mailing address and the street address of the principal office shall be located at 5211 Mahogany Run Avenue, Suite 115, Sarasota, Florida 34241-9181, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of

any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

The initial members of this limited liability company are: Charles L. Shepherd and Lindy I. Shepherd.

ARTICLE IV
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE V
DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

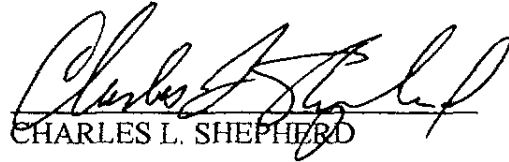
ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

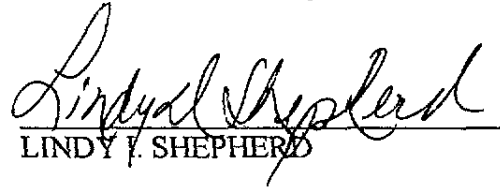
The address of the initial registered office of the limited liability company is 341 Venice Avenue West, Venice, Florida 34285, and the name of the company's initial registered agent at that address is Gregory C. Roberts, Esquire.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Riven Investments Limited Company.

Executed by the undersigned on March 4, 2003

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


CHARLES L. SHEPHERD


LINDY J. SHEPHERD

kat\Incorp\Riven Investments\LLC Articles

DESIGNATION OF REGISTERED AGENT

State of Florida
County of Sarasota

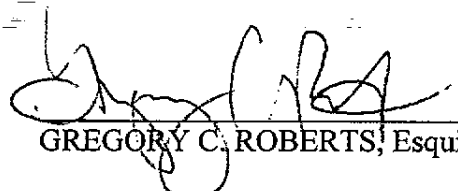
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is RIVEN INVESTMENTS LIMITED COMPANY.

The name of the registered agent for Riven Investments Limited Company is Gregory C. Roberts, Esquire and the street address of the agent is 341 Venice Avenue West, Venice, Florida 34285.

This statement is to acknowledge that, as indicated above, Riven Investments Limited Company has appointed me, Gregory C. Roberts, Esquire, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated March 18, 2003.


GREGORY C. ROBERTS, Esquire

ACKNOWLEDGEMENT

The foregoing instrument was acknowledged before me this 18 day of March, 2003 by Gregory C. Roberts, Esquire, agent on behalf of Riven Investments Limited Company a limited liability company. He is personally known to me or has produced _____ as identification.

NOTARY PUBLIC



My Commission Expires:

kat\Incorp\Riven Investments\LLC Reg Agent



Tamara L. Wallace
Commission # DD 057897
Expires Oct. 16, 2005
Bonded Thru
Atlantic Bonding Co., Inc.