

L03000023/52

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Sp



ROBERT F. "BOB" RAMIEH, PH.D., NREMT-P
2622 223RD STREET EAST
BRADENTON, FL. 34211-9763

June 10, 2003

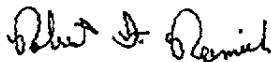
Registration Section
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Sir/Madam:

Enclosed are two copies of the Limited Liability Company Articles of Organization for Arabco Properties, L.L.C. I am requesting a Certified Copy of the Articles.

Any questions may be directed to me at my home address and/or telephone numbers listed on this letterhead.

Sincerely,



Robert. F. Ramieh

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 18, 2003

ROBERT F. RAMIEH
2622 223RD STREET EAST
BRADENTON, FL 34211-9763

SUBJECT: ARABCO PROPERTIES, LLC
Ref. Number: W03000017507

We have received your document for ARABCO PROPERTIES, LLC and your check(s) totaling \$155.00. 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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 303A00037580

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ARTICLES OF ORGANIZATION
OF
Arabco Properties, LLC

ARTICLE I

The name of the Limited Liability Company is: **Arabco Properties, LLC.**

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is: 2622 223rd Street East Bradenton, FL 34211-9763

ARTICLE III

The period of duration of the Limited Liability Company is perpetual.

ARTICLE IV

The purpose or purposes for which the Limited Liability Company is organized are: to engage in any activity or business permitted and/or allowable under the laws of the United States, the state of Florida and/or any state. Said purpose or purposes include but are not limited to:

a) To purchase, lease or otherwise acquire and hold lands, buildings, and tenements for the offices and premises of the Limited Liability Company and to lease, mortgage and convey such real estate in such manner as may appear for the best interest for the Limited Liability Company.

b) To sue and be sued, and appear and defend in all actions and proceedings in its Limited Liability Company name to the same extent as a natural person.

c) To adopt and use a common Limited Liability Company Seal and alter the same.

d) To appoint such officers as its affairs shall require and allow them suitable compensation.

e) To adopt, change, amend and repeal Bylaws, not inconsistent with law or its Certificate of Organization, for the exercise of its Limited Liability Company powers, the management, regulation and government of its affairs and properties.

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f) To make and enter into all contracts necessary and proper for the conduct of its business.

g) To conduct business, have one or more officers in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and buy, hold, mortgage, sell, convey or otherwise dispose of franchises in this state and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia and in foreign countries.

h) To purchase, lease and/or otherwise acquire the assets, corporate, partnership, or proprietary of any other corporation or business and engage in the same character of business. Acquire, enjoy, utilize, and dispose of Patents, Copyrights and Trademarks and any Licenses or other rights or interests thereunder or therein. Take, hold, use, equip, outfit, supply, service, maintain, operate, sell and convey or otherwise dispose of such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

i) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, bonds, securities or other evidences of indebtedness created by any other Corporation of this state or any other state or government; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

j) Do all and everything necessary and proper for the accomplishment of the objects enumerated in this Certificate of Organization or necessary or incidental to the benefit and protection of the Limited Liability Company, and to carry on any lawful business necessary or incidental to the attainment of the objects of the Limited Liability Company, whether or not such business is similar in nature to the objects enumerated in its Certificate of Organization or any amendments thereof.

k) Form Real Estate Investment Trusts, Limited Partnerships or other such entities, contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its board of directors may deem necessary or expedient and shall authorize or agree upon, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, whether secured or unsecured, and execute such mortgages or other instruments upon encumbering its property or credit to

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secure the payment of money borrowed or owing by it, as occasions may require and the board of directors deem expedient.

- l) Make gifts for educational, scientific, or charitable purposes.

ARTICLE V

There being no provisions contained within these Articles of Organization for the regulation of the internal affairs of the Limited Liability Company, the properly adopted Bylaws of the Limited Liability Company shall be that instrument of regulation and shall stand proper in any and/or all business conducted by the Limited Liability Company.

ARTICLE VI

In the event that the Limited Liability Company enters into contracts or transacts business with one or more of its Directors, or with any firm of which one or more of its Directors are members or employees, or with any other Corporation or Association which one or more of its Directors are Officers or employees, such contract shall not be invalidated or in any way affected by the fact that such Director or Directors have or may have interests therein which might be adverse to the interests of the Limited Liability Company, even though the vote of the Director or Directors having such adverse interests shall have been necessary to obligate the Limited Liability Company upon such contract or obligation; provided, however, that in any such case, the fact of such interest shall be disclosed to the other Directors acting upon or in reference to such contract or transaction.

No Director or Directors having disclosed adverse interests shall be liable to the Limited Liability Company or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract or transaction, nor shall any such Director or Directors be accountable for any gains or profits realized thereon. Provided, also, that such contract or transaction shall, at the time at which it was entered into, have been a reasonable one to have been entered into and shall have been, upon terms that, at the time, were fair.

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ARTICLE VII

Each Director and Officer of the Limited Liability Company, whether or not then in office, shall be indemnified by the Limited Liability Company against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceedings in which he may be involved or to which he may be made a party by reason of his having been a Director or an Officer of the Limited Liability Company (said expenses to include Attorneys' fees and the costs of reasonable settlements made with a view towards curtailment of costs of litigation), except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceedings to have been derelict in the performance of his duty, as such Officer or Director.

Such right of indemnification shall be exclusive of any other rights to which a Director or an Officer may be entitled under any regulations, agreements, or to which he may be entitled as a matter of law and the rights of indemnification shall inure to the benefit of the heirs, executors and administrators of any such Director or Officer.

ARTICLE VIII

The initial Board of Directors shall consist of three (3) members, who need not be residents of the state of Florida.

ARTICLE IX

The names and address of the persons who shall serve as Directors until the first Annual Meeting, or until their successors shall have been elected and qualified, are as follows:

ROBERT F. RAMIEH 2622 223rd STREET EAST, BRADENTON, FL. 34211-9763
PAMELA L. RAMIEH 2622 223rd STREET EAST, BRADENTON, FL. 34211-9763
ROBERT F. RAMIEH, II P.O. BOX 661 GLEN WHITE, WV. 25849

ARTICLE X

The name(s) and address(es) of the initial Organizer(s) is (are) as follows:

ROBERT F. RAMIEH 2622 223rd STREET EAST, BRADENTON, FL. 34211-9763
PAMELA L. RAMIEH 2622 223rd STREET EAST, BRADENTON, FL. 34211-9763

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ARTICLE XI

The Directors shall have the power to adopt, amend, alter, change or repeal the Articles of Organization when proposed and approved at a Directors meeting, with not less than a majority vote of the Directors, at a meeting called for such purpose with a minimum of 10 days notice of such.

ARTICLE XII

The address of the principal office is:

2622 223rd STREET EAST
BRADENTON, FLORIDA 34211-9763

ARTICLE XIII

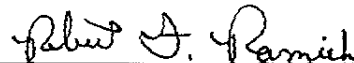
**REGISTERED AGENT, REGISTERED OFFICE,
and REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent are:

Robert F. Ramieh
2622 223rd Street East
Bradenton, FL 34211-9763

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Having been named as Registered Agent and to accept service of process for the above 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 of my duties, and I am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 608, F.S..



Registered Agent's Signature