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CAPITAL CONNECTION, INC.

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Rio Robles, LLC

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ARTICLES OF ORGANIZATION

OF
RIO ROBLES, LLC

(A Florida Limited Liability Company)

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The undersigned adopts the following Articles of Organization for the purpose of becoming a Limited Liability Company under the Florida Limited Liability Company Act.

1. Name. The name of the limited liability company referred to in these Articles as "Company," is:

RIO ROBLES, LLC

2. Term. The duration of this Company shall be perpetual, unless earlier dissolved as provided in the Regulations.

3. Purpose. The business purposes of the Company are to engage in any other lawful act or activity which may be carried on by a limited liability company under the Laws of the State of Florida, or under the laws of any other State or jurisdiction in which the Company may conduct its business.

4. Addresses. The mailing address and the street address of the principal office of the Company shall be:


84 S. Beach Street
Ormond Beach, FL 32174

5. Registered Agent. The name of the company's initial registered agent in the State of Florida is Anthony S. Lombardo, and the address of the Company's registered office in Florida is 84 S. Beach Street, Ormond Beach, FL 32174.

6. Management. The Company is to be managed by its Members in accordance with the Regulations adopted by its Members for the management of the business and affairs of the Company. The name and address of the initial Member is:

Anthony S. Lombardo
84 S. Beach Street
Ormond Beach, FL 32174

IN WITNESS WHEREOF, for the purpose of filing this Limited Liability Company in accordance with the Florida Limited Liability Company Act, the undersigned has executed these Articles of Organization on this 18 day of June, 2003.



Anthony S. Lombardo, Member

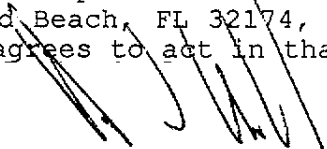
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* * * * *

CERTIFICATE OF REGISTERED AGENT
AND REGISTERED OFFICE

In accordance with Section 608.415 of the Florida Limited Liability Company Act, the undersigned, who is named as the registered agent of RIO ROBLES, LLC, hereby consents to accept service of process for the Company at 84 S. Beach Street, Ormond Beach, FL 32174, and accepts the appointment as registered agent and agrees to act in that capacity.

Date: 6-18-03



Anthony S. Lombardo