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DEPT OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUL 31 2003

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July 21, 2003

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: RIEDEL AND ASSOCIATES, L.L.C.

To Whom It May Concern:

Enclosed please find original and copy of Articles of Organization and Statement Designating Resident Agent for filing, along with our check in the amount of \$125.00 to cover said filing fees. We await return of the certified copy. Thanking you in advance for your help, I remain

Very truly yours,


Robert P. Henderson

:sb
Enclosures

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
RIEDEL AND ASSOCIATES, L.L.C.

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TALLAHASSEE, FLORIDA

The undersigned certifies that they hereby have created these Articles of Organization for Riedel and Associates, L.L.C., for the purpose of becoming a limited liability company under the laws of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The following Articles shall serve as the charter and authority to conduct a limited liability company.

ARTICLE I

Name and Principal Place of Business: The name of the limited liability company shall be Riedel and Associates, L.L.C., and its principal office and mailing address shall be at 5337 Cocoa Court, Cape Coral, Lee County, Florida, 33904, but it shall have the power and authority to establish branch offices at any other place or places as its member or members may designate.

ARTICLE II

Powers and Purpose: 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 include as follows:

1. To engage in any activity or business authorized under Florida Statutes.
2. In general, to carry on any and all incidental business or businesses; to have and exercise all 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 or businesses, 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.

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6. To own, hold, control, manage, sell, lease, or otherwise deal in purchase of the sale or development for management of real property.

7. To engage in any real estate or property management business enterprise.

8. To contract for, manage, or conduct a marble, tile, granite, or counter top business.

9. 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.

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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 member or 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.

ARTICLE IV

Management. The management of this limited liability company is reserved to its member or members. The members who shall manage this company, and whose names and addresses are as follows are:

Steven J. Riedel 5337 Cocoa Court, Cape Coral, Florida 33904

Penny Ann Riedel 5337 Cocoa Court, Cape Coral, Florida 33904

This Article may be amended at such time as the limited liability member or members determine that it may be subsequently appropriate for the company to be managed by managers.

ARTICLE V

Membership Restrictions: The members shall have the right to admit new members to this limited liability company upon the unanimous consent of the existing members. Contribution required of any 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 in the case of death, in which case the membership may be transferred pursuant to Will or by intestate succession,

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except with the unanimous written consent of all of the members of the limited liability company. Upon 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 this limited liability company, the remaining member or members shall have the right to continue the business on unanimous consent of the remaining member or members.

ARTICLE VI

Capital Contributions: The initial Capital Contributions in the amount of \$100.00 shall be paid to the limited liability company by each of its initial members. Such contribution may be made in the form of cash, personal, or real property. Additional contributions may be required from the members for investment purposes, as determined by unanimous consent of the members. Members shall make contributions in proportion to their ownership interest of and in this limited liability company.

ARTICLE VII

Profits and Losses:

A. Profit Sharing. The member shall be entitled to the net profits arising from the operation of the limited liability company business that remains after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to his or its distributive share of the profits, and which distributive share shall be in the same proportion as the ownership interest in or of this limited liability company. Unless otherwise in writing agreed, the distributive share of profits shall be determined and paid to the members at least annually.

B. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company or from the profits of the business undistributed.

ARTICLE VIII

Duration. This limited liability company shall come into existence upon the filing of these Articles of Organization with the Office of the Secretary of State of the State of Florida, and shall exist in perpetuity, or until dissolved, in a manner provided by law, or as provided in the Regulations adopted by the members.

ARTICLE IX

Initial Registered Office and Registered Agent: The address of the initial registered office of the limited liability company is 5337 Cocoa Court, Cape Coral, Florida, 33904, and the name of the company's initial Registered Agent at that address is Steven J. Riedel. The name and address of the registered office and agent may from time to time be changed as provided by law.

IN WITNESS WHEREOF, the undersigned being the original members of this limited liability company, certifies that this instrument constitutes the Articles of Organization of Riedel and Associates, L.L.C., executed by the undersigned at Fort Myers, Lee County, Florida, on the 21 day of July, 2003.


Steven J. Riedel


Penny Ann Riedel

STATEMENT DESIGNATING RESIDENT AGENT
AND OFFICE OF
RIEDEL AND ASSOCIATES, LLC


Pursuant to the provisions of Chapter 608, of the Florida Limited Liability Company Act, the Limited Liability Company, RIEDEL AND ASSOCIATES, LLC, identified below, submits the following statement and designation of its Registered Office and Registered Agent in the State of Florida.

The name of the Limited Liability Company is RIEDEL AND ASSOCIATES, LLC. The name of the Registered Agent for RIEDEL AND ASSOCIATES, LLC, is STEVEN J. RIEDEL and the street address of the company's principal office where its agent is located is 5337 Cocoa Court, Cape Coral, Florida 33904.

This statement is to acknowledge that, as indicated above, RIEDEL AND ASSOCIATES, LLC, has appointed me, STEVEN J. RIEDEL, as its Registered Agent to accept service of process for the company at the place designated above.

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 this 21 day of July, 2003.


STEVEN J. RIEDEL
For and on behalf of RIEDEL AND
ASSOCIATES, LLC


STEVEN J. RIEDEL
Registered Agent

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CLERK OF CIRCUIT COURT

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 21st day of July, 2003, by STEVEN J. RIEDEL, on behalf of RIEDEL AND ASSOCIATES, LLC, a Limited Liability Company, who produced the following identification: FL drivers license.

Susan Brownie
Notary Public
My Commission Expires:



Susan Brownie
Commission # DD 068547
Expires Dec. 2, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

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JIMMIE H. CORPORATIONS
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