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SEC. OF STATE
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04 MAY 10 PM 14:35
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. R+Q Partners LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☐ Profit
☒ Not for Profit
☒ Limited Liability
☒ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
R & Q PARTNERS, LLC.

FILED
04 MAY 10 PM 4:35
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes (1995) Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
Name

The name of the limited liability company shall be R & Q Partners, LLC. (the "Company"). The principal place of business and mailing address of the Company in Florida shall be 444 Brickell Avenue, Suite 417, Miami, Florida 33131.

ARTICLE II
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 laws of the State of Florida.

ARTICLE III
Purposes and Powers

The Company is organized to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida to carry on any lawful business and to do any and everything necessary, suitable, convenient or proper for the accomplishment of, or incidental to, any or all of the purposes and objects hereinafter enumerated.

ARTICLE IV
Registered Office and Agent and Address

The name and street address of the registered agent of the Company in the State of Florida is:

Name

Address

Robert M. Haber

520 Brickell Key Drive, Suite O-305
Miami, Florida 33131

ARTICLE V
Admission of New Members

The addition of a new member to the Company shall be governed by the Operating Agreement.

ARTICLE VI
Management

The Company is a manager managed company. The business affairs of the Company shall be managed and all the corporate powers thereof shall be vested in and exercised by the manager subject to the provisions of the Operating Agreement of the Company.


ARTICLE VII
Voting Rights

Each member's vote shall be governed by the Operating Agreement of the Company.

ARTICLE VIII
Amendments

The Articles of Organization of this limited liability company may only be amended as provided in the Operating Agreement.

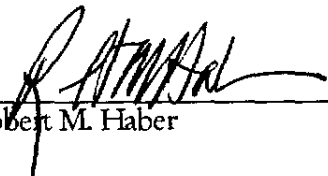
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 7th day of May, 2004.



Robert M. Haber, Authorized representative

**STATEMENT AND ACCEPTANCE OF
DESIGNATION OF REGISTERED AGENT**

Having been designated as registered agent and to accept service of process for R & Q PARTNERS, LLC. at the place designated in the Articles of Organization, 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.



Robert M. Haber

Instrument prepared by:
Robert M. Haber, Esq.
Freeman, Haber, Rojas & Stanham, LLP.
520 Brickell Key Drive, Suite O-305
Miami, Florida 33131