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MESSER & MESSER
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PARALEGALS

JULIE KRITAUSCH
LANA KENDALL

June 4, 2004

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

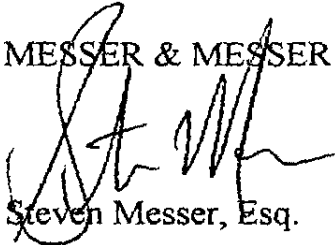
Re: Life of Riley, L.L.C.

Dear Sirs:

Enclosed herewith for filing please find original and copy of Articles of Organization for the above-referenced Limited Liability Company. Also enclosed is a check in the amount of \$125.00 to cover the cost of this filing. Please return a filed copy to this office.

Sincerely,

MESSER & MESSER



Steven Messer, Esq.

SM:jk
Enclosures

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ARTICLES OF ORGANIZATION

FOR

LIFE OF RILEY, L.L.C.

The undersigned subscriber to these Articles of Organization, desiring to form a Limited Liability Company under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Organization as the Charter of the Limited Liability Company hereby organized.

ARTICLE I

NAME

The name of the Limited Liability Company shall be LIFE OF
RILEY, L.L.C.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 3703 Jennings Road, Port St. Lucie, Florida 34952.

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ARTICLE III
REGISTERED AGENT AND OFFICE

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

Michael L. Dixon
3703 Jennings Road
Port St. Lucie, Florida 34952

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.



Michael L. Dixon, Registered Agent


Date

ARTICLE IV

DURATION


This Limited Liability Company shall have perpetual existence, commencing upon the filing of these Articles of Organization with the Department of State, State of Florida.

ARTICLE V

OWNERSHIP

The company shall be owned one hundred percent (100%) by MICHAEL L. DIXON and DEBORAH A. DIXON; however, the undersigned may agree to divest part of their ownership to others as they may see fit. All agreements regarding divested ownership shall be in writing.

IN WITNESS HEREOF, the undersigned have hereunder subscribed their names this 4 day of June, 2004.


Deborah A. Dixon
Managing Member

2004 JUN -1 P 3:34
SECRETARY OF
TALLAHASSEE

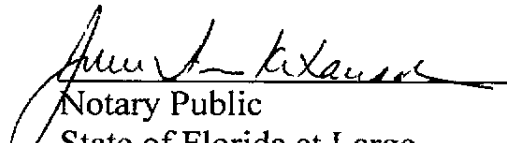
FILED

STATE OF FLORIDA

COUNTY OF ST. LUCIE

BEFORE ME, this day, personally appeared DEBORAH A. DIXON,
to me known to be the person described in and who subscribed her name to
the foregoing Articles of Organization and acknowledged before me that she
executed said Articles of Organization for the uses and purposes therein
expressed.

WITNESS my hand and official seal at the County and State aforesaid
this 4th day of June, 2004.


Notary Public
State of Florida at Large

My Commission expires

