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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. SPAN JAN - 4 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ROATAN FRF, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

ALICE R. BLACKWOOD
(Name of Person)

REED, BLACKWOOD, & CO, LLC
(Firm/Company)

12734 KENWOOD LANE #32
(Address)

FORT MYERS, FL 33907
(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

ALICE R. BLACKWOOD at (239) 278-3133
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee & Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee & Certified Copy
(additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee, Certificate of Status & Certified Copy
(additional copy is enclosed) |
|--|--|--|--|

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

**OF
ROATAN FRF, LLC**

ARTICLE I: NAME

The name of this limited liability company is:

Roatan FRF, LLC

ARTICLE II: ADDRESS

The mailing address and street address of the principal office of this limited liability company is **12734 Kenwood Lane, Suite 32, Fort Myers, Florida 33907.**

ARTICLE III: REGISTERED AGENT AND ADDRESS

The name and Florida street address of the initial Registered Agent of the Limited Liability Company is

Alice R. Blackwood

12734 Kenwood Lane, Suite 32

Fort Myers, Florida 33907.

ARTICLE IV: BUSINESS PURPOSE

The purpose for which this Limited Liability Company is organized is: **Any and All Lawful Business**

ARTICLE V

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

ARTICLE VI: MANAGEMENT

The Limited Liability Company is to be manager managed with one or more managers as further provided in the Limited Liability Company's operating agreement. If a provision of the Articles of

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Organization differs from the Limited Liability Company's Operating Agreement, then to the extent allowed by law, the Operating Agreement will govern. The name and address of the initial managers of the Company are:

Alice R. Blackwood, MGR
12734 Kenwood Lane, Ste 32
Fort Myers, FL 33907

David W. Blackwood, MGR
12734 Kenwood Lane, Ste 32
Fort Myers, FL 33907

The undersigned organizer has made and subscribed these Articles of Organization at Fort Myers, Lee County, Florida this 23rd day of December 2004

ROATAN FRF, LLC
A Florida Limited Liability Company


Alice R. Blackwood, Member

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated 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 of registered agent as provided for in Chapter 608, F.S.

Dated this 23rd day of, December 2004.


ALICE R. BLACKWOOD
Registered Agent