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SECRETARY OF STATE
TALLAHASSEE FORDA

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SECRETARY OF STATE

May 19, 2005

Registration Section Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Retirement Investments Properties, Limited Liability Company

Dear Sirs:

Please find enclosed the original and one copy of the proposed Charter for the above referenced limited liability corporation (including designation of Resident Agent) together with a check payable to your order in the amount of \$125.00 to cover the following:

Filing fee for Charter \$ 100.00 Filing fee for Certificate of Registered Agent 25.00

TOTAL: \$ 125.00

Please return the certified copy of the Charter to me.

Thank you for your cooperation in this matter.

Sincerely yours,

Michael L. Cooper

MJC/slw

Enclosures

xc: Mr. Art Pardew

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2005 MAY 23 P 12: 57

TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF RETIREMENT INVESTMENT PROPERTIES, LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I - Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "Retirement Investment Properties, a Limited Liability Company."

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is: 7365 NW 83rd Court Road, Ocala, FL 34482.

ARTICLE III — Registered Agent:

The name and the Florida street address of the initial registered agent are: <u>Arthur H. Pardew. 7365 NW 83rd Court Road. Ocala, FL 34474.</u>

ARTICLE IV — Management:

The Company is to be managed by the members.

ARTICLE V — Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE VI - Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 1 day of May, 2005.

ARTHUR H. PARDEW

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2005 HAY 23 P 12: 57

SECRETARY OF STATE

1, ARTHUR H. PARDEW, accept the office of Registered Agent. I am located at ABBANADSE Court Road.

Ocala, FL 34482, the registered office of this corporation.

PARDEW, Registered Agent STATE OF FLORIDA COUNTY OF MARION The foregoing instrument was acknowledged before me this _ H. PARDEW, as Member and Registered Agent, who: A) is/are personally known to me <u>OR</u> who has/have produced a driver's license **QR** other identification: did <u>OR ___</u> did not take an oath. B) AFFIX SEAL/EXPIRATION DATE: Signature of Notary Public Print Name: F:\Sherri\LIMITED.LIB\CLIENTS\RET!REMENTINVESTMENTPROPERTIES.PARDEW.wpd