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SECRET
TALLAHASSEE, FLORIDA

N. Culligan JUN 16 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RICHARD FREEMAN ASSOCIATES, 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:

RICHARD A. FREEMAN, ESQ
(Name of Person)

RICHARD FREEMAN ASSOCIATES, LLC
(Firm/Company)

119 WASHINGTON AVENUE, SUITE 504
(Address)

MIAMI BEACH, FL 33139
(City/State and Zip Code)

For further information concerning this matter, please call:

RICHARD A. FREEMAN, ESQ at (305) 777-0146 X14
(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 checked="" type="checkbox"/> \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) | <input 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

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ARTICLES OF ORGANIZATION

OF

RICHARD FREEMAN ASSOCIATES, LLC

ARTICLE 1 – NAME

The name of this Limited Liability Company is RICHARD FREEMAN ASSOCIATES, LLC (the "Company").

ARTICLE 2 – ADDRESS

The Company's mailing address and the street address of its principal office is:

119 Washington Avenue
Suite 504
Miami Beach, FL 33139

ARTICLE 3 – DURATION AND CONTINUATION

The Company's existence commenced upon the filing of the Company's Articles of Organization with the Florida Department of State, and the Company will exist perpetually, unless terminated in accordance with the Company's Operating Agreement.

ARTICLE 4 – PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

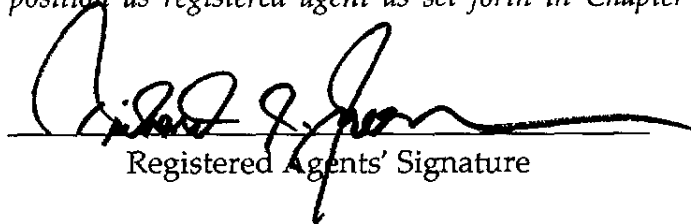
ARTICLE 5 – REGISTERED AGENT AND OFFICE

The name and the Florida street address of the registered agent for the Company are as follows:

Richard A. Freeman
119 Washington Street, Suite 504
Miami Beach, FL 33139

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SECRETARY OF STATE

Having been named as registered agent to accept service of process for the Company at the place designated herein, I hereby accept the appointment as registered agent for the Company and agree to act in such 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 set forth in Chapter 608 of the Florida Statutes.



Registered Agents' Signature

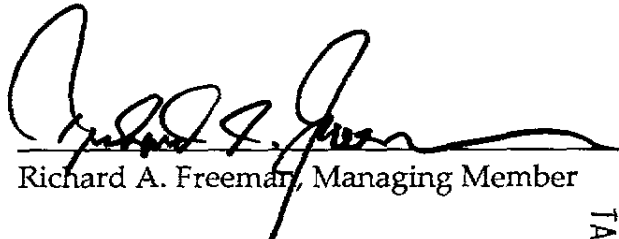
ARTICLE 6 – MANAGEMENT

The Company shall be a member-managed limited liability company. The name and address of the Managing Member of the Company is as follows:

Richard A. Freeman
119 Washington Street, Suite 504
Miami Beach, FL 33139

IN WITNESS WHEREOF, and in accordance with Section 608.408(3) of the Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct in all respects.

Dated: June 6, 2005



Richard A. Freeman, Managing Member

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