

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000003550
FILED 8:00 AM
January 11, 2006
Sec. Of State
Isellers

Article I

The name of the Limited Liability Company is:

RHK MIDTOWN PARTNERS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

1900 LAND O' LAKES BLVD.
STE. 105
LUTZ, FL. 33549

The mailing address of the Limited Liability Company is:

1900 LAND O' LAKES BLVD.
STE. 105
LUTZ, FL. 33549

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

NATALIE D COLLINS
1900 LAND O' LAKES BLVD.
STE. 105
LUTZ, FL. 33549

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 as registered agent.

Registered Agent Signature: NATALIE D. COLLINS

Article V

The name and address of managing members/managers are:

Title: MGR
RICHARD H KREGER
255 HUGUENOT STREET, APT. 1618
NEW ROCHELLE, NY. 10801

Title: MGRM
TOTALCFO, LLC
3618 VALENCIA COVE CT.
LAND O' LAKES, FL. 34639

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Article VI

The effective date for this Limited Liability Company shall be:

01/10/2006

Signature of member or an authorized representative of a member

Signature: CHRIS PHILLIPS