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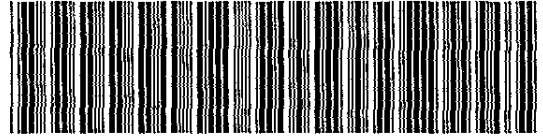
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LAW OFFICES  
**BURROWS & JESTER, P.A.**

775 EAST MERRITT ISLAND CSWY., SUITE 320

P.O. BOX 541196

MERRITT ISLAND, FLORIDA 32954-1196

TELEPHONE 321-453-2190

FACSIMILE 321-454-3929

E-MAIL BurrowsandJester@aol.com

TOM G. BURROWS  
JERRY L. JESTER

RUTH A. SCOTT  
PROBATE PARALEGAL

January 23, 2005

Florida Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: RPH Enterprises, LLC

Gentlemen:


Enclosed please find Articles of Organization for **RPH Enterprises, LLC** to be filed. A copy of the Articles for you to conform and return to this office is enclosed with a self-addressed, stamped envelope.

Acceptance by the Registered Agent is also enclosed.

Our check payable to the Secretary of State in the amount of \$125.00, representing \$100.00 for filing the Articles of Incorporation and \$25.00 for Designation of Registered Agent, is also enclosed.

Thank you for your assistance and cooperation in this matter.

Sincerely yours,

  
Tom G. Burrows

TGB/rs  
Enclosures  
cc: Phillip W. Hearn

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
RPH ENTERPRISES, LLC  
A Florida Limited Liability Company**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be RPH ENTERPRISES, LLC.

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the company is 4512 Pine Cone Place, Cocoa, Florida 32926.

**ARTICLE III - DURATION**

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the regulations.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida are Phillip W. Hearn, 4055 Quail Path Road, Cocoa, Florida 32926.

**ARTICLE V - PURPOSE**

The purpose of this company may include the transaction of any and all lawful business for which limited liability companies may be organized in the State of Florida; specifically including, but without limitation, the acquisition, development, operation, management, sale and leasing of real estate.

## **ARTICLE VI - INITIAL CAPITAL CONTRIBUTIONS**

Each member shall make capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

## **ARTICLE VII - ADMISSION OF NEW MEMBERS**

Except as may be set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all members. A member may transfer his or her interest in the company as set forth in the regulations of the company.

## **ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS**

The company shall not dissolve on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the membership of a member in the company, unless the company is dissolved by the unanimous vote of all the remaining members.

## **ARTICLE IX - MANAGEMENT**

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with Florida law or these Articles of Organization.

## **ARTICLE X - MEMBERS**

The names and addresses of the initial members of the company are:

Phillip W. Hearn, 4055 Quail Path Road, Cocoa, Florida 32926  
Randal Scott Hearn, 3681 Fox Wood Drive, Titusville, Florida 32780

The initial managing member, until replaced, is PHILLIP W. HEARN.

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TALLAHASSEE, FLORIDA

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### ARTICLE XI - POWERS

The LLC shall have all powers authorized by Florida Statute 608.404 which includes, without limitation, the powers to acquire and convey real and personal property, to make contracts, execute and deliver deeds, leases, notes, mortgages, borrow money and secure its obligations.

### ARTICLE XIII - PROFITS AND LOSSES

Members shall share profits and losses of the LLC in the same percentages as their capital contributions bear to the total of contributed capital, or as may be set forth in the Operating Agreement signed by the members.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed to these Articles of Organization at Merritt Island, Florida, on this 20<sup>th</sup> day of January, 2006.

  
Phillip W. Hearn

  
Randal Scott Hearn

STATE OF FLORIDA  
COUNTY OF BREVARD

Acknowledged before me on this 20<sup>th</sup> day of January, 2006 by PHILLIP W. HEARN, who is personally known to me/who has produced his Florida Driver's License as identification, and who executed the foregoing Articles of Organization, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

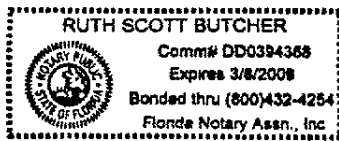


  
Notary Public, State of Florida

STATE OF FLORIDA  
COUNTY OF BREVARD

Acknowledged before me on this 20th day of January, 2006 by RANDAL SCOTT HEARN, who is personally known to me/who has produced his Florida Driver's License as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

  
Notary Public, State of Florida



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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, RPH ENTERPRISES, LLC, a Florida Limited Liability Company, submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is RPH ENTERPRISES, LLC.
2. The name and street address of the registered agent in Florida is:

NAME

PHILLIP W. HEARN

ADDRESS

4055 Quail Path Road, Cocoa, Florida 32926

The undersigned, being the person named in the Articles of Organization of RPH ENTERPRISES, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointments as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the property and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Phillip W. Hearn  
Registered Agent

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TALLAHASSEE, FLORIDA

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