

FROM : THE_STRATEGIC_COUNSEL
Division of Corporations

FAX NO. : 8132863600

Apr. 27 2006 02:41PM P2
Page 1 of 1

L06000043941

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000110282 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

EFFECTIVE DATE

4/21/06

From:

Account Name : THE STRATEGIC COUNSEL, L.C.
Account Number : I20040000092
Phone : (813)286-1700
Fax Number : (813)286-3600

FILED
06 APR 24 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

R & W Smith Holdings, LLC

| | |
|-----------------------|----------|
| Certificate of Status | 1 |
| Certified Copy | 0 |
| Page Count | 03 |
| Estimated Charge | \$130.00 |

Electronic Filing Menu

Corporate Filing Menu

Help

*keep original
file dak*

H060001102823

H060001102823

EFFECTIVE DATE

4/21/06

FILED

06 APR 24 PM 2:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
R & W SMITH HOLDINGS, LLC

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 R & W HOLDINGS, LLC ("company").

ARTICLE II – ADDRESS

The mailing address of the company is: PO Box 17244 Clearwater, Florida 33762-0244 and street address of the principal office of the company: 3595 118th Avenue North, Clearwater, Florida 33762.

ARTICLE III – DURATION

The company shall commence its existence on the 21st day of April 2006. 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 is: Steven P. Riley, 4805 West Laurel Suite 230, Tampa, Florida 33607.

ARTICLE V – ADMISSION OF NEW MEMBERS

Except as 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 the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

H060001102823

H060001102823

Apr. 27 2006 02:41PM P4
04/19/06 01:04pm P. 004**ARTICLE VI - MEMBERS' RIGHT TO CONTINUE BUSINESS**

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

ARTICLE VII - 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 provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are as follows:

1. Gayla Smith, 8140 S. Kimberly Circle, Floral City, Florida 34436.
2. Wesley Smith, 16802 Whirley Road, Lutz, Florida 33558.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization in Tampa, Florida, on this 24th day of April 2006.

Gayla Smith
Gayla Smith, Member Manager

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

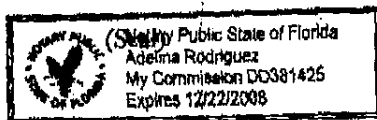
I, Steven P. Riley, hereby accept designation as Registered Agent on this 24th day of April 2006.

Steven P. Riley
Steven P. Riley

State of Florida
County of Hillsborough

BEFORE ME, the undersigned authority, on this 24th day of April, 2006 personally appeared Steven P. Riley, known to me to be the person described in, and whose name is subscribed to the foregoing document, who stated to me on oath that he executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this 24th day of April 2006.



Adeline Rodriguez
Notary Public - State of Florida
Printed Name: Adeline Rodriguez
My Commission Expires: 12-22-08

H060001102823