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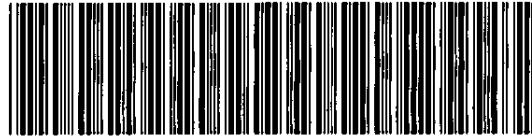
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TALLAHASSEE, FLORIDA

B. KOHR

JAN 22 2008

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032  
REFERENCE : 411198 4312767  
AUTHORIZATION: *Spaldeman*  
COST LIMIT : \$ 215.00

ORDER DATE : January 22, 2008  
ORDER TIME : 10:38 AM  
ORDER NO. : 411198-005  
CUSTOMER NO: 4312767

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DOMESTIC FILING

NAME: R & C ROCK SCHOOLS, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY (3)

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
of  
R & C ROCK SCHOOLS, LLC**

**FILED**  
08 JAN 22 PM 3:51  
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TALLAHASSEE, FLORIDA

The undersigned, being the Members and Organizers of the Limited Liability Company hereby being formed under Florida Statutes, Sections 608.401 to 608.471, do hereby adopt the following Articles of Organization for the Limited Liability Company:

**FIRST:** The name of the Limited Liability Company is:

**R & C ROCK SCHOOLS, LLC**

**SECOND:** The latest date on which the Limited Liability Company is to dissolve is December 31, 2037.

**THIRD:** The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with Florida Statutes, Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company.

**FOURTH:** The mailing address and street address of the initial registered office of the Limited Liability Company in Florida is 1796 Ascott Road, North Palm Beach, Florida 33408, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is RICK J. ROTHSCHILD.

**FIFTH:** The mailing address and principal office of the Limited Liability Company is 1796 Ascott Road, North Palm Beach, Florida 33408.

**SIXTH:** The Limited Liability Company shall be managed by its Managing Members. The names and addresses of the initial Managing Members are: RICK J. ROTHSCHILD, 1796 Ascott Road, North Palm Beach, Florida 33408, and JOSEPH C. PAIGE, 2700 PGA Boulevard, Suite 101, Palm Beach Gardens, Florida 33410.

**SEVENTH:** The total amount of cash, and a description and agreed value of any property other than cash, contributed to the Limited Liability Company, as capital, by the Members is Seventy-Four Thousand Two Hundred Fifty (\$74,250.00) Dollars. The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests.

**EIGHTH:** Additional capital contributions may be made as such times and in such amounts as may hereafter be agreed by the vote of no less than a majority of the Percentage Interests of the Members then entitled to vote. No additional capital contributions have been agreed to by the Members at this time.

**NINTH:** The membership interests of the Members are evidenced by Certificates of Membership.

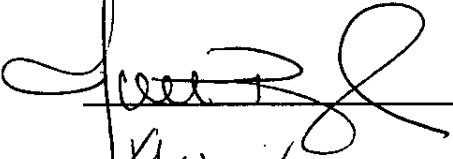
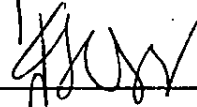
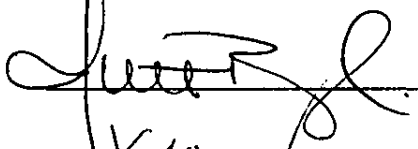
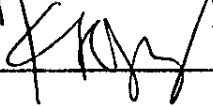
**TENTH:** The existing Members shall have the right to admit additional Members to the Limited Liability Company by such vote or consent of the Members' Percentage Interests as shall be set forth in the Limited Liability Company's Operating Agreement.

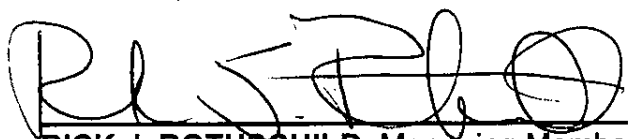
**ELEVENTH:** The remaining Members of the Limited Liability Company, by the unanimous vote or consent of the Members, (other than the Managing Member or Members who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

**TWELFTH:** None of the Members of the Limited Liability Company shall be liable for the payment of any debt, obligation or other liability of the Limited Liability Company.

**IN WITNESS WHEREOF,** the Members have executed and acknowledged these Articles of Organization and caused their seals to be affixed this 12 day of January, 2008.

Signed, Sealed and Delivered  
in the presence of:

  
\_\_\_\_\_  
  
\_\_\_\_\_  
  
\_\_\_\_\_  
  
\_\_\_\_\_

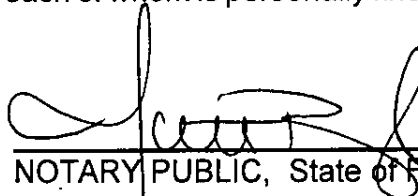
  
\_\_\_\_\_  
**RICK J. ROTHSCHILD, Managing Member  
and Member** (LS)

  
\_\_\_\_\_  
**JOSEPH C. PAIGE, Managing Member  
and Member** (LS)

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF PALM-BEACH    )

The above and foregoing Articles of Organization of R & C ROCK SCHOOLS, LLC were acknowledged before me on this 16 day of January, 2008, by RICK J. ROTHSCHILD and JOSEPH C. PAIGE, each of whom is personally known to me and who did not take oaths.



  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 608.401 through 608.471, Florida Statutes, the following is submitted, in compliance with said Act:

First that R & C ROCK SCHOOLS, LLC, desiring to organize under the laws of the State of Florida, with its registered office, as indicated in Articles of Organization has named RICK J. ROTHSCHILD, located at 1796 Ascott Road, North Palm Beach, Florida 33408, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT AND ACCEPTANCE**

Having been named to accept service of process for the above stated limited liability company, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
RICK J. ROTHSCHILD