TRANSMITTAL LETTER FOR FLORIDA LIMITED LIABILITY COMPANY

L97000000509

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:

RCH Asset Management, L.C.

(Proposed limited liability company name - must include suffix)

500002171575--5 -05/08/97--01106--001 ****285,00 ****285,00

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit \$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

FROM:	Robert F. Vargo	
	Name (Printed or typed)	
	109 Dunhill Drive	
_	Address	
	Huntsville, AL 35824	
	City, State & Zip	
	(205) 539-5375	
	Daytime Telephone number	

19/1/

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

RCH Asset Management, L.C.

ARTICLE II - Address:

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

4519 John Avenue Destin, FL 32541

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual

ARTICLE IV - Management: (check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Hazel E. Vargo 4519 John Avenue Destin, FL 32541 Robert F. Vargo 109 Dunhill Drive Huntsville, AL 35824 Carole L. Vargo 4519 John Avenue Destin, FL 32541

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the limited liability company is:	
	RCH Asset Management, L.C.	
2.	The name and address of the registered agent and office is:	97 MM -8
	Hazel E. Vargo	8 Pl
	(NAME)	PN 1:26
	4519 John Avenue	26
	(P. O. Box <u>not</u> acceptable)	
	Destin, FL 32541	
	(City/State/Zip)	

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.

Hazel E. Vargo
(SIGNATURE)

May 7, 1997 (DATE)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of		
RCH Asset Management, I. Cdeposes an	deposes and says:	
1) the above named limited liability company has at least two members		
2) the total amount of cash contributed by the member(s) is	\$ <u>1,000.00</u>	
3) if any, the agreed value of property other than cash contributed by member(s). A description of the property is attached and made a part hereto.	s) is \$	
4) the amount of cash or property anticipated to be contributed by member(s) is	s \$ <u>-0-</u>	
5) the total amounts of 2, 3 and 4 is	\$ <u>1,000.00</u>	

Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)