

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 100 - Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L98000000862

Ricci Reeves Development,
L.C.

400002570704--S

-06/24/98--01030--020

****346.25 ****346.25

___ Art of Inc. File ___

___ LTD Partnership File ___

___ Foreign Corp. File ___

☒ L.C. File ___

___ Fictitious Name File ___

___ Trade/Service Mark ___

___ Merger File ___

___ Art. of Amend. File ___

___ RA Resignation ___

___ Dissolution / Withdrawal ___

___ Annual Report / Reinstatement ___

☒ Cert. Copy ___

___ Photo Copy ___

☒ Certificate of Good Standing ___

___ Certificate of Status ___

___ Certificate of Fictitious Name ___

___ Corp Record Search ___

___ Officer Search ___

___ Fictitious Search ___

___ Fictitious Owner Search ___

___ Vehicle Search ___

___ Driving Record ___

___ UCC 1 or 3 File ___

___ UCC 11 Search ___

___ UCC 11 Retrieval ___

___ Courier ___

Signature

Requested by: LS

Name

Date

Time

Walk-In

Will Pick Up

6/24/98 9:54

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 20 PM 1:18

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 24 AM 10:51
98 JUN 24 AM 12:58

ARTICLES OF ORGANIZATION FOR RICCI REEVES DEVELOPMENT, L.C.

ARTICLE I – Name

The name of the limited liability company is:

Ricci Reeves Development, L.C.

ARTICLE II – Duration

The period of duration is:

Perpetual

ARTICLE III – Address

The mailing address and street address of the principal office is:

13200 S.W. 128 Street
Unit B-4
Miami, FL 33186

ARTICLE IV

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

Theodore R. Bayer, Esq.
9400 S. Dadeland Boulevard
Suite 300
Miami, Florida 33156

ARTICLE V - Admission of Additional Members

The members have the right to admit additional members upon the written consent of all of the members.

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98 JUN 24 AM 10:51

ARTICE VI – Members Right to Continue Business

The remaining members have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or on the occurrence of any other event which terminates the continued membership of a member upon the written consent of all of the remaining members.

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JUN 24 AM 10:51

ARTICLE VII – Management

The management is to be by the members and the names and addresses of the managing members are:

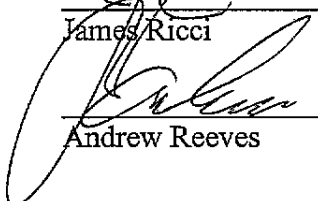
James Ricci
15454 S.W. 147 Street
Miami, Florida 33196

Andrew Reeves
14125 S.W. 166 Terrace
Miami, Florida 33177

The execution of this document constitutes an affirmance under penalties of perjury that the facts stated herein are true

23rd These Articles of Organization have been executed by its initial members this day of June 1998.


James Ricci


Andrew Reeves

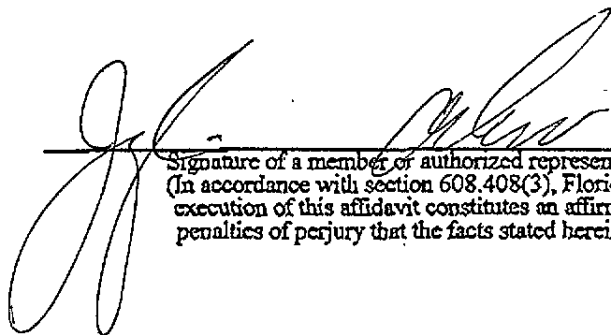
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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98 JUN 24 AM 10:51

The undersigned member or authorized representative of a member of RICCI

REEVES DEVELOPMENT, L.C. 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 \$5,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$.
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$25,000.00
- 5) the total amount of 2, 3, and 4 is \$30,000.00



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.)

**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 ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

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1. The name of the limited liability company is: RICCI REEVES DEVELOPMENT, L.C.

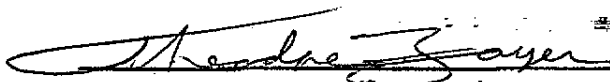
2. The name and address of the registered agent and office is:

THEODORE R. BAYER, ESQ.
(NAME)

9400 S. Dadeland Boulevard, Suite 300
(P.O. Box NOT ACCEPTABLE)

Miami, Florida 33156
(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.


(SIGNATURE)

June 23, 1998
(DATE)