

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 _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 20 PM 1:49
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DIVISION OF CORPORATIONS
98 JUN 24 AM 10:51
98 JUN 24 AM 12:58
RECEIVED

Handwritten initials and signature: *LS*, *6/24/98*, *LS*

Signature _____

Requested by: LS Date: 6/24/98 Time: 9:54
Name Date Time

Walk-In _____ Will Pick Up _____

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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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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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

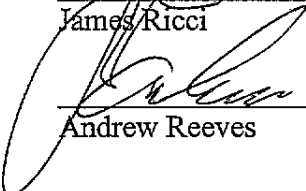
Andrew Reeves
14125 S.W. 166 Terrace
Miami, Florida 33177

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

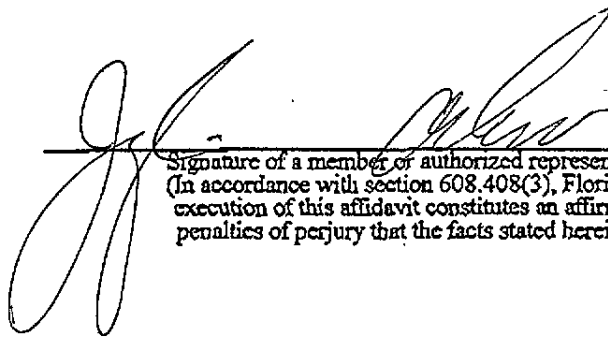
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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The undersigned member or authorized representative of a member of RICCI

REEVES DEVELOPMENT, L.C. deposits 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.

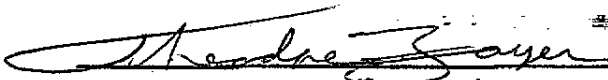
2. The name and address of the registered agent and office is:

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)