



98000002338

PROSPERITY PARTNERS, INC.

Forging New Horizons

Corporate Offices

712 U.S. Highway One
Third Floor
North Palm Beach, FL 33408
(800) 938-6400
(561) 622-6000
Fax (800) 938-3700

1675 Broadway
Suite 1800
Denver, CO 80202
(800) 832-5010
(303) 573-5564
Fax (303) 573-5565

September 29, 1998

Florida Department of State
Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-10/01/98--01076--008
****293.00 ****293.00

To Whom It May Concern:

Enclosed, please find a check in the amount of \$293.00. This check is for filing fees as follows:

1. \$250.00 for Filing Fee for Articles of Organization and Affidavit;
2. \$35.00 for Designation of Registered Agent and;
3. \$8.75 for Certificate of Status

Should you have any questions, please do not hesitate to call me at 1-800-938-6400, ext. 5566. Thank you.

Sincerely,

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DIVISION OF CORPORATIONS
98 OCT 21 PM 2:02

Name	10/5/98
Availability	dec
Document Examiner	DCC
Updater	ccc
Reviewer	?
Acknowledgement	DCC
W. P. Verifier	DCC

Virginia McCormack
Legal Assistant

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980000022635

VIRANCO, L.L.C.
NUMBER 112
1732 SOUTH CONGRESS AVENUE
PALM SPRINGS, FLORIDA 33461

October 20, 1998

Diane Cushing
Corporate Specialist
Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: W98000022635

Dear Ms. Cushing:

Please accept the enclosed Articles of Organization. They are amended in accordance with the request contained in your letter dated October 5, 1998, and in our telephone conversation of October 20, 1998. Please contact me at (800) 938-6400 if this document does not meet with your approval.

Sincerely,

Matthew J. Lane

Matthew Jay Lane



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 5, 1998

VIRGINIA MCCORMACK
PROSPERITY PARTNERS, INC.
712 US HIGHWAY ONE, THIRD FLOOR
NORTH PALM BEACH, FL 33408

SUBJECT: VIRANCO, L.L.C.
Ref. Number: W98000022635

We have received your document for VIRANCO, L.L.C. and your check(s) totaling \$293.00. However, the document has not been filed and is being retained in this office for the following:

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 298A00049474

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Viranco, L.L.C.

ARTICLE II - Address:

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

1732 South Congress Avenue, No. 112
Palm Springs, Florida 33461

ARTICLE III - Duration:

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

Thirty (30) years, effective on the date these Articles of Organization are filed, unless the Company is dissolved earlier pursuant to the Regulations of the Company or by law.

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ARTICLE IV - Management:

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:

Rochelle Baker
1732 South Congress Avenue, No. 112
Palm Springs, Florida 33461

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

One or more additional members may be admitted with the vote or written consent of a majority in interest of the members.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on 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 shall be:

By consent of all remaining members or any other statutory provision consistent with the Company Regulations and these Articles of Organization.

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Viranco, L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is: \$1,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$0
(A description of the property is attached and made a part hereto); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$50,000.00.

Rochelle L. Baker

Signature of a member or an 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.)

ROCHELLE L. BAKER

Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

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**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Viranco, L.L.C.

2. The name and the Florida street address of the registered agent are:

Rochelle Baker
Name

1732 South Congress Avenue, No. 112
Florida street address
P.O. BOX NOT ACCEPTABLE

Palm Springs, Florida 33461
City, State and 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.

Rochelle Baker
SIGNATURE

Filing Fee: \$35 for Designation of Registered Agent

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