CAPITOL SERVICES d/b/a PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301

(904) 656-3992

(City, State, Zip) (Phone #)

OFFICE USE ONLY

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Radian En	Terorises, L.L.C.	(Document #)	· · · · · · · · · · · · · · · · · · ·
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3. Corporat	Name) 285	(D. cument #) Document #)	
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NEW FILINGS	AMENDMENTS	Magazia de Magazia de Constante	<u> </u>
Profit	Amendment		
NonProfit	Resignation of R.A., Officer/D	Director	STATE PRATIO
Limited Liability	Change of Registered Agent	Name	MM 8: 34
Domestication	Dissolution/Withdrawal	Availability //	Oft
Other	Merger	Document Examiner	201
OTHER FILINGS	REGISTRATION/ QUALIFICATION	Updater //	
Annual Report	Foreign	Verifyer // A	2001
Fictitious Name	Limited Partnership	Acknowledgemen	
Name Reservation	Reinstatement	W. P. Verifyer	SAT
	Trademark	Examinar's	Initiale

ARTICLES OF ORGANIZATION OF RADIAN ENTERPRISES, L.L.C.

The undersigned person, acting as the organizer of RADIAN ENTERPRISES, L.L.C. under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company is: RADIAN ENTERPRISES, L.L.C.

ARTICLE II - COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the company will commence on January 1, 1999 and the existence of the company shall be perpetual.

ARTICLE III - PURPOSE

The company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the company is 1819 Main Street, Suite 610, Sarasota, FL 34236, and the name of the company's initial registered agent at that address is E. John Lopez.

ARTICLE V - PLACE OF BUSINESS

The mailing address of the principal office of the company is P. O. Box 22236, Sarasota, FL 34276-5236, and the street address of the principal office of the company is 7408 Ridge Road, Sarasota, FL 34238.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

In addition to the initial capital contribution as set forth in the attached Affidavit of Membership and Contributions, the members shall make additional capital contributions, from time to time, as required by the company's regulations.

ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be restricted solely to those members approved by the written consent of all then-existing members and upon such terms and conditions as shall be established by agreement of all then-existing members.

ARTICLE VIII - MANAGEMENT OF COMPANY

The business of the company shall be managed by a manager.

The name and address of the initial manager is:

Sandcastle Property Ventures, L.L.C. P. O. Box 22236 Sarasota, FL 34276-5236

ARTICLE IX - REGULATIONS

The power to adopt, alter, amend, or repeal the regulations of the company is vested exclusively in the members of the company.

ARTICLE X - ORGANIZER

The name and street address of the organizer executing these Articles of Organization is:

David B. Pittman
P. O. Box 22236
Sarasota, FL 34276-5236

ARTICLE XI - MEMBERS RIGHTS TO CONTINUE BUSINESS

The company shall be dissolved 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 company; provided, however, that all remaining members may consent to the continuance of the company's business notwithstanding 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 company.

ARTICLE XII - AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to the Articles of Organization shall be approved by all the members and shall be as prescribed by the Secretary of State of the State of Florida.

ARTICLE XIII - ADDITIONAL PROVISIONS

These Articles of Organization specifically incorporate and are supplemented by the company's regulations contained in the Operating Agreement executed by the members. The Operating Agreement further defines the obligations and responsibilities of the members and of the company. The Operating Agreement may be amended upon approval by a majority of its members.

EXECUTED: December 13, 1998.

David B. Pittman.

as organizer

RADIAN ENTERPRISES, L.L.C.

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, the following is submitted:

That RADIAN ENTERPRISES, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 1819 Main Street, Suite 610, Sarasota, FL 34236, has named E. John Lopez as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for RADIAN ENTERPRISES, L.L.C. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act, as amended, relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 608.415, Florida Statutes.

DATE: December 17 , 1998.

E. John Lopez

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF SOUTH CAROLINA COUNTY OF YORK:

BEFORE ME, the undersigned authority, personally appeared the undersigned member of RADIAN ENTERPRISES, L.L.C., who, being first duly sworn, deposes and says as follows:

The total amount of cash contributed by the member(s) is:
 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.

 The amount of cash or property anticipated to be contributed by member(s) is: \$10,000,000
 The amount of 1, 2, and 3 is: \$10,000,000

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.)

SWORN TO AND SUBSCRIBED before me by DAVID PITTMAN, who is (Notary choose one) [\sqrt{2}] personally known to me, or [] who has produced as identification, on December 4th , 1998.

Signature of Notary Public Printed name: Robin B. Smith C. My commission expires: 12/3/2000
