

Division of Corporations

L990000003743

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000015473 4)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : KANETSKY, MOORE & DEBOER, P.A.
Account Number : 075350000267
Phone : (941) 485-1571
Fax Number : (941) 484-7226

LIMITED LIABILITY COMPANY

RMC Properties, L.L.C.

| | |
|-------------------|-----|
| Name Availability | MJH |
| Document Examiner | |
| Updater | |
| Updater Verifier | |
| Acknowledgement | |
| W. P. Verifier | |

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 04 |
| Estimated Charge | \$337.50 |

RECEIVED
99 JUN 25 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
99 JUN 25 AM 9:30
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing

Public Access Help

H99000015473

ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company is:

RMC Properties, L.L.C.

ARTICLE II - ADDRESS

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

276 Colony Street
Winnipeg R3C 1W3
Canada

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be perpetual.

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:

Robert M. Chipman
276 Colony Street
Winnipeg R3C 1W3
Canada

This instrument prepared by:
Erik R. Lieberman, Esq.
P. O. Box 1767
Venice, FL 34284-1767
941-485-1571
FL Bar #393053

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 25 AM 9:30

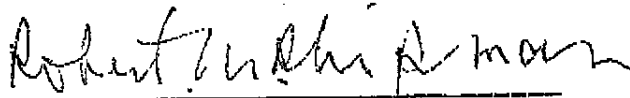
**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS
AND TERMS AND CONDITIONS OF SUCH ADMISSIONS**

Additional Members may be admitted upon the approval of a majority of the Members of the Limited Liability Company, upon the written application of such new Member, in the manner set forth in the regulations of the Limited Liability Company.

ARTICLE VI - RIGHT TO CONTINUE BUSINESS

The remaining members may 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 company.

IN WITNESS WHEREOF, the undersigned member for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, has executed these Articles of Organization this 23 day of June, 1999.


Robert M. Chipman, Member

H99000015473

**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:

RMC Properties, L.L.C.

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

**BRUCE H. CODVILLE
1515 S. Tamiami Trail, Suite 6A
Venice, FL 34292**

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.



BRUCE H. CODVILLE
Registered Agent

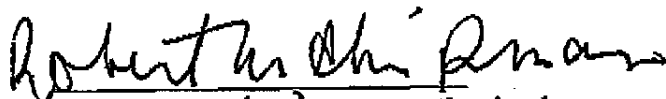
DATE: June 24, 1999.

H99000015473

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of **RMC Properties, L.L.C.**, deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the member(s) is \$112,500.
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.
4. The amount of cash or property anticipated to be contributed by member(s) is \$ 121,875.
5. The total amounts of 2, 3 and 4 is \$234,375.



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.)