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FELDMAN & ROBACK

ATTORNEYS AT LAW

3908 26TH STREET WEST • BRADENTON, FLORIDA 34205-3510 • 941/758-8888 • FAX 941/751-5556

MARC H. FELDMAN
JOSEPH ROBACK

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 AUG -2 PM 2:45

13 July 1999

Division of Corporations
Florida Department of State
409 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32301

Re: Rock River Estates, LLC
F&R File No. 99-0436

100002935531--9
-07/19/99--01137--010
***285.00 ***285.00

To Whom It May Concern:

Enclosed are Articles of Organization for the above company, along with my check in the amount of \$285.00 representing the \$250.00 filing fee and \$35.00 for designation of the registered agent.

Also enclosed is a photocopy of the Articles of Organization. Please stamp this copy with the filing information and return that copy to this office.

Thank you for your attention to this matter.

Yours truly,

Marc H. Feldman

MHF/ksh
17Dec98 13Jul99 14:53:30

W99-17082

cc: Rick and Debra Lamb

AL



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 26, 1999

MARC H. FELDMAN
3908 26TH STREET WEST
BRADENTON, FL 34205-3510

SUBJECT: ROCK RIVER ESTATES, LLC
Ref. Number: W99000017082

We have received your document for ROCK RIVER ESTATES, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

The affidavit must be signed by a member not the registered agent.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 899A00037906

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MARC H. FELDMAN
JOSEPH ROBACK

28 July 1999

Attn: Agnes Lunt
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

Re: Rock River Estates, L.L.C.
F&R File No. 99-0436

Dear Ms. Lunt:

This letter follows our telephone conversation on 28 July 1999 and the rejected filing of my Articles of Organization for the above company. Enclosed with this letter is a corrected filing, now signed by two of the members of the company, with an Affidavit signed by one of those members.

This should be sufficient for the filing to now be accepted. Thank you for your assistance.

Sincerely,



Marc H. Feldman
MHF/ksh

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ARTICLES OF ORGANIZATION
of
ROCK RIVER ESTATES, L.L.C.

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These Articles of Organization are adopted for the purpose of forming a limited liability company under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

ARTICLE ONE: NAME AND ADDRESS

The name of the company is Rock River Estates, L.L.C. The street address of its principal office is 3430 Forest Bridge Circle, Brandon, Florida 33511, and its mailing address is the same.

ARTICLE TWO: COMMENCEMENT AND DURATION

The company shall commence its existence upon the filing of these Articles of Organization with the Florida Department of State and it shall exist perpetually thereafter.

ARTICLE THREE: REGISTERED OFFICE AND AGENT

The initial registered agent of the company is Marc H. Feldman, whose business office is the same as the registered office of the company, that being 3908 26th Street West, Bradenton, Florida 34205.

ARTICLE FOUR: ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the company except upon the affirmative unanimous vote of all the members of the company, on such terms and conditions as shall be agreed to by all the members.

ARTICLE FIVE: TERMINATION OF MEMBERSHIP

The remaining members shall have the right to continue the business of the company 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.

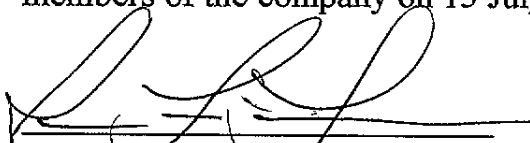
ARTICLE SIX: MANAGEMENT


The company shall be managed by a one or more managers who shall be elected annually by unanimous vote of the members. The regulations of the company may set forth further consistent provisions regarding the election of managers and their responsibilities as managers. The name and address of the first manager of the company is Debra Lamb, 3430 Forest Bridge Circle, Brandon, Florida 33511.

ARTICLE SEVEN: REGULATIONS

Regulations of the company may be adopted, altered, amended, or repealed only upon the unanimous vote of the members.

In Witness Whereof, we subscribe to these Articles of Organization as members of the company on 13 July 1999.


Ricky Lee Lamb


Debra Lamb

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AFFIDAVIT

Before me personally appeared Debra Lamb, who, being duly sworn and under penalty of perjury, deposes and says that:

1. She is a member of Rock River Estates, L.L.C., a Florida limited liability company ("the company") having personal knowledge of the matters stated herein, all of which are true and correct.
2. The company has at least one member.
3. The total amount of cash contributed to the company by the members of the company is: \$1,000.00
4. The agreed value of property other than cash contributed to the company by the members of the company is: *none*
5. No additional contributions of cash or of property other than cash are anticipated to be contributed to the company by the members of the company.

Debra Lamb
Debra Lamb

State of Florida, County of Manatee
Sworn to and subscribed before me on 7/13/99 by
Debra Lamb, who personally appeared before me and produced the following
identification: *personally known to me*

Marc H. Feldman
Notary Public

Marc H. Feldman
Printed Name



MARC H. FELDMAN
COMMISSION # 00470115
EXPIRES AUG 8, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Marc H. Feldman, am a resident of the State of Florida and hereby accept my appointment as registered agent for Rock River Estates, L.L.C., a Florida limited liability company. I will maintain the registered office of the company in Manatee County, Florida, at my business office, which is 3908 26th Street West, Bradenton, Florida 34205.

I am familiar with and accept the obligations imposed upon me as registered agent under Florida Law.

Dated this 13 day of JULY, 19 99



Marc H. Feldman

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