

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

L99000006134

CONTACT: CINDY HICKS 9/27
DATE: 9-27-99 600002997186--2
REF. #: 0262.8397 -09/27/99--01042--013
CORP. NAME: RSL VENTURES I, L.L.C. W9-22228 ****337.50 ****337.50

- () ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION
() ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME
() FOREIGN QUALIFICATION () LIMITED PARTNERSHIP ☒ LIMITED LIABILITY
() REINSTATEMENT () MERGER () WITHDRAWAL
() CERTIFICATE OF CANCELLATION () UCC-1 () UCC-3
() OTHER:

STATE FEES PREPAID WITH CHECK# 5950 FOR \$ 337.50

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- ☒ CERTIFIED COPY () CERTIFICATE OF GOOD STANDING
() CERTIFICATE OF STATUS

Examiner's Initials

Name Availability	() PLAIN STAMPED COPY
Document Examiner	MJH
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

RECEIVED
99 SEP 27 AM 10:28
FILED
99 SEP 27 PM 3:10
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 27, 1999

CCRS
ATTN; CINDY HICKS

SUBJECT: RSL VENTURES I, L.L.C.
Ref. Number: W99000022228

We have received your document for RSL VENTURES I, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 099A00047060

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 SEP 28 PM 1:29

RECEIVED

**STATE OF FLORIDA
ARTICLES OF ORGANIZATION
OF
RSL VENTURES I, L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 PM 3:10

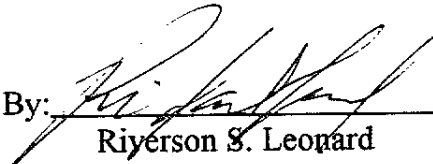
These Articles of Organization of RSL Ventures I, L.L.C., a Florida limited liability company (the "Company"), dated as of the 21st day of September, 1999, are being duly executed and filed by Riverson S. Leonard, the organizer, authorized to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes) (the "Florida Act").

- FIRST:** The name of the limited liability company is RSL Ventures I, L.L.C.
- SECOND:** The nature of the business to be transacted and the purposes to be promoted or carried out by the Company is to engage in any lawful act or activity for which limited liability companies may be formed under the Florida Act, and all such lawful acts and activities shall be within the purposes of the Company's business as permitted under the Florida Act.
- THIRD:** The Company is to be managed by a manager appointed by the Member(s) from time to time. The name and address of the initial manager, who shall serve until the first annual meeting of the Member(s) or until his successor is elected and qualified is: Riverson S. Leonard, 533 S. Howard Avenue #8, PMB #53, Tampa, Florida, 33606.
- FOURTH:** The duration of the Company shall be perpetual and shall begin on the date first set forth above, unless sooner dissolved in accordance with the Company's regulations and/or Florida law.
- FIFTH:** The street address and mailing address of the Company shall be 533 S. Howard Avenue, #8, PMB #53, Tampa, Florida, 33606.
- SIXTH:** The initial Member of the Company may admit additional Members by majority vote in accordance with procedures therefor specified in the RSL Ventures I Limited Liability Company Regulations (the "Regulations").
- SEVENTH:** The remaining Members, if any, pursuant to the terms of the Regulations or applicable law, may elect to continue the Company's 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.

EIGHTH: The Registered Agent and Registered Office for service of process is as follows:

Name: Riverson S. Leonard
Address: 533 S. Howard Avenue #8, PMB #53
Tampa, Florida 33606

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.

By: 
Riverson S. Leonard

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

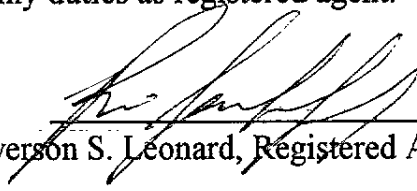
Pursuant to Section 48.091 and Section 608.415 of the Florida Statutes, the following is submitted:

That **RSL Ventures I, L.L.C.** (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, with its registered office, as indicated in the Articles of Organization filed even date herewith, 533 S. Howard Avenue #8, PMB #53, Tampa, Florida, 33606, has named Riverson S. Leonard as its agent to accept service within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act and all other applicable laws relative to the proper and complete performance of my duties as registered agent.

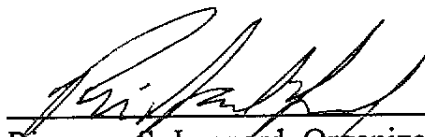
Date: September __, 1999


Riverson S. Leonard, Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of RSL Ventures I, 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 is: \$100.00
3. If any, the agreed upon value of property other than cash contributed by the member is \$0; and
4. The total amount of additional cash and property anticipated to be contributed by the member is \$0.


Riverson S. Leonard, Organizer

(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.)

Filing Fee: \$250.00 for Articles and Affidavit