

L990000006351



ACCOUNT NO. : 072100000032

REFERENCE : 391534 7154216

AUTHORIZATION :

COST LIMIT : \$ 293.75

Patricia Pizeto 9/29

ORDER DATE : September 29, 1999

ORDER TIME : 1:13 PM

ORDER NO. : 391534-005

600003000726--8

CUSTOMER NO: 7154216

CUSTOMER: Mr. Scott R. Rost
WASSERMAN & WALTERS
WASSERMAN & WALTERS
Suite B
228 Park Avenue North
Winter Park, FL 32789

W99-22538

DOMESTIC FILING

NAME: R2 HOLDINGS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

Name Availability	MJH
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
... P. Verifier	

RECEIVED
99 SEP 29 PM 2:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
99 SEP 29 AM 10:33
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 29, 1999

CSC
ATTN; JAMES GUY

SUBJECT: R2 HOLDINGS, L.L.C.
Ref. Number: W99000022538

RECEIVED
09 OCT -4 PM 1:37
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESUBMIT
Please give original
submission date as file date.

We have received your document for R2 HOLDINGS, L.L.C. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The document must contain the names and street addresses of the members or managers of the limited liability company.

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: 499A00047626

**ARTICLES OF ORGANIZATION
OF
r2 HOLDINGS, L.L.C.**

The undersigned, as the authorized representative of the members of the limited liability company sought to be formed hereunder, hereby forms a limited liability company pursuant to the laws of the State of Florida.

ARTICLE I - NAME

The name of the limited liability company is **r2 HOLDINGS, L.L.C.**

ARTICLE II - DURATION

The limited liability company shall exist into perpetuity.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the limited liability company is 801 W. State Road 436, Suite 1079, Altamonte Spring, Florida 32714

ARTICLE IV - REGISTERED AGENT

The name and street address of its initial registered agent in the State of Florida is Scott R. Rost, 228 Park Avenue North, Suite B, Winter Park, Florida 32789. The acceptance of appointment as registered agent is set forth as provided by law hereinbelow.

ARTICLE V - ADDITIONAL MEMBERS

Additional members may be admitted only upon majority vote of the initial members, upon such terms as may be expressly agreed upon in writing by the majority of such initial members, within the Regulations or otherwise. Furthermore, the initial members may agree in writing, within the Regulations or otherwise, to restrict or condition the sale, assignment, transfer or conveyance, voluntary or otherwise, of any or all interest of the initial members or any additional members,

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including but not limited to a grant of a right of first refusal in favor of one or more members, regarding purchase of any other member's interest.

ARTICLE VI - CONTINUATION OF BUSINESS

Should any member of the limited liability company die, retire, resign, be expelled, declare bankruptcy or be dissolved, or should any other event transpire which would similarly terminate such member, the remaining members shall have the right to continue the business of the limited liability company, notwithstanding such termination.

ARTICLE VII - MANAGEMENT

The management of the limited liability company shall be by a manager. The name and address of the manager who shall serve until the first annual meeting of members, or until their successors are elected and qualify, is Scott M. Levitt 801 WEST STATE ROAD 436, SUITE 1079, ALTAMONTE SPRINGS, FLORIDA 32714.

ARTICLE VIII - MEMBERSHIP AND CONTRIBUTIONS

An affidavit setting forth the minimum number of members, the amount of cash and description and agreed value of any other property contributed, and the amount anticipated to be contributed by the members in the form prescribed by law accompanies these Articles of Organization as Exhibit "A" hereto.

ARTICLE IX - AUTHORIZED REPRESENTATIVE

The name and address of the authorized representative for the purpose of filing these Articles of Organization is as follows:

Scott M. Levitt
801 W. State Road 436, Suite 1079
Altamonte Springs, Florida 32714

IN WITNESS WHEREOF, the undersigned authorized representative does hereby execute
and acknowledge these Articles this 27 day of Sept., 1999.



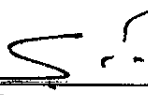
Scott M. Levitt

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 27 day of September, 1999,
by Scott M. Levitt who:

☒ is personally known to me; or

☐ has produced the following identification: _____



NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR
SERVICE OF PROCESS**

Pursuant to Section 48.091, Fla. Stat. (1997), **r2 HOLDINGS, L.L.C.** hereby designates
Scott R. Rost, 228 Park Avenue North, Suite B, Winter Park, Florida 32789, as its Registered Agent
and the street address of its registered office, respectively, for service of process within the State of
Florida.

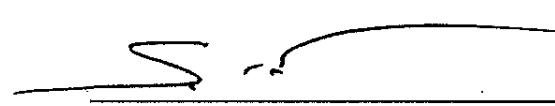
r2 HOLDINGS, L.L.C.

By: 

Scott M. Levitt
Authorized Representative

ACCEPTANCE OF DESIGNATION

I am familiar with, and hereby accept, the obligations attending the foregoing designation as _____
Registered Agent of **r2 HOLDINGS, L.L.C.**, for service of process within the State of Florida.



Scott R. Rost

**STATE OF FLORIDA
COUNTY OF ORANGE**

AFFIDAVIT

The undersigned, being first duly sworn, hereby certifies the following with respect to the formation and capitalization of **r2 HOLDINGS, L.L.C.**, a Florida limited liability company (the "Company"):

1. **r2 HOLDINGS, L.L.C.**, when formed, initially will have at least one member.
2. The members have contributed the sum of \$ 97,500.00 in cash to the capital of the Company. The agreed value of all non-cash contributions to the capital of the company is \$ 41,785.71. The description of such non-cash contributions is miscellaneous professional services. The total value of all cash and non-cash contributions to the capital of the Company is \$139,285.71. No additional contributions, cash or non-cash, are anticipated.

This 27 day of September, 1999.



Scott M. Levitt

Sworn to and subscribed before me
this 27 day of September, 1999.



Notary Public

My Commission expires

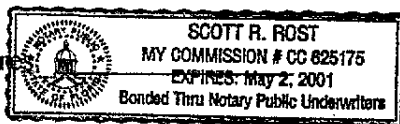


EXHIBIT "A"