

L99000008434

TRANSMITTAL LETTER

November 11, 1999

Department of State
LLC Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200003046992--6
-11/17/99-DIM45-001
*****125.00 *****125.00

SUBJECT: RRH Marketing, L.L.C.

Enclosed is an original and one (1) copy of the articles of organization for the above LLC, Statement Designating Registered Agent and Office, Affidavit Under Florida Statute 608.407(2) and a check for:

Filing Fee \$125 (includes Registered Agent Designation \$25.00);

Check total

\$125.00

JoAnn Davis FIGONE
AUTHORIZATION BY PHONE TO
REMOVE CONTRIBUTIONS
DATE 12-10-99
DOC. EXAM. JB

Thomas J. Davis, Jr., Attorney at Law
4575 Via Royale, Suite 206
Ft. Myers, FL 33919
(941) 939-3077

~~1109-20580~~
00789/02837/02870/00623/00611/00671

FILED
99 DEC -6 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the Articles.

JB
12-10-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 18, 1999

THOMAS J. DAVIS, JR., ATTORNEY AT LAW
4575 VIA ROYALE, SUITE 206
FT. MYERS, FL 33919

SUBJECT: RRH MARKETING, LLC
Ref. Number: W99000026580

We have received your document for RRH MARKETING, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The enclosed document(s) does/do not meet our filing requirements. Therefore, we are enclosing our appropriate form(s) and/or instructions.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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

The registered agent must sign accepting the designation.

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) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 699A00055393

FILED
99 DEC -6 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
RRH MARKETING, L.L.C.**

The undersigned, being authorized to execute and file these articles, in order to form a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company, and certifies that:

ARTICLE I

NAME

The name of the limited liability company is:

RRH Marketing, LLC

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the limited liability company is:

c/o Thomas J. Davis, Jr.
4575 Via Royale, Suite 206
Fort Myers, FL 33919

It shall have the power and authority to establish branch offices at any other place or places as the members may designate, and to change the mailing address and street address of its principal office.

FILED
99 DEC -6 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation or limited liability company, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under

FILED
99 DEC -6 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, limited liability company, individual, or other entity, and in this capacity or under this arrangement, develop, improve, stabilize, strengthen, or extend the property and commercial interests of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or growing out of, or connected with, its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit, the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

FILE
99 DEC -6 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
EXERCISE OF POWERS

All limited liability company powers shall be exercised by, or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE V
MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Thomas J. Davis, Jr.
4575 Via Royale, Suite 206
Fort Myers, FL 33919

ARTICLE VI
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the

FILED
99 DEC -6 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

limited liability company, the remaining members shall have the right to continue the business with the unanimous consent of the remaining members.

ARTICLE VIII

PROFITS AND LOSSES

(a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company's business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the following distribution share:

<u>Member</u>	<u>%</u>
Thomas J. Davis, Jr.	100

The distributive share of the profits shall be determined and paid to the members as of the last day of each year of business of the limited liability company.

(b) *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares, the same percentage as set forth in paragraph (a) for profit sharing.

ARTICLE IX

DURATION

The period of duration for the limited liability company shall be:

perpetual.

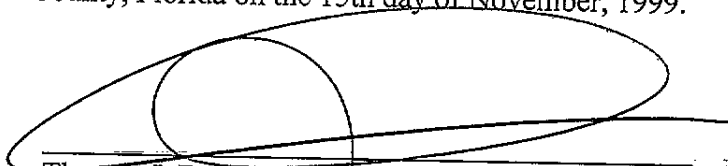
ARTICLE X

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 4575 Via Royale, Suite 206, City of Ft. Myers, County of Lee, State of Florida, and the name of the company's initial registered agent at that address is Thomas J. Davis, Jr., Attorney at Law.

The undersigned, being the original member(s) of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of RRH Marketing, L.L.C.

Executed by the undersigned at Lee County, Florida on the 15th day of November, 1999.



Thomas J. Davis, Jr. * Member

FILED
99 DEC 16 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATEMENT DESIGNATING REGISTERED AGENT
AND OFFICE**

State of Florida)
County of Lee)

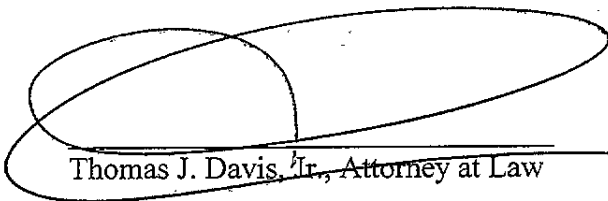
Pursuant to the provisions of Sections 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is RRH Marketing, L.L.C.

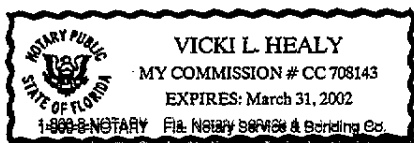
The name of the registered agent for RRH Marketing, L.L.C. is Thomas J. Davis, Jr., Attorney at Law, and the street address of the company's principal office where the agent is located is 4575 Via Royale, Suite 206, Ft. Myers, Florida 33919.

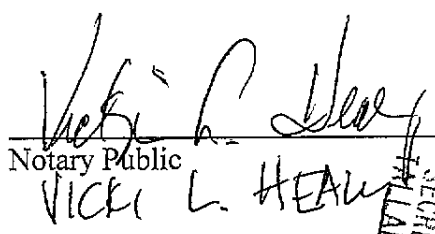
This statement is to acknowledge that, as indicated above, RRH Marketing, L.L.C. has appointed me, Thomas J. Davis, Jr., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act 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.

Dated the 15th day of November, 1999.


Thomas J. Davis, Jr., Attorney at Law

The foregoing instrument was acknowledged before me this 15th day of November, 1999, by Thomas J. Davis, Jr., agent on behalf of RRH Marketing, L.L.C., a limited liability company. He is personally known to me.




Notary Public
VICKI L. HEALY

FILED
99 DEC -6 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA