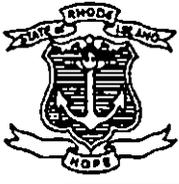


Filing Fee: \$150.00

ID Number: 121530



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**LIMITED LIABILITY COMPANY**

**ARTICLES OF ORGANIZATION**  
(To Be Filed In Duplicate)

Pursuant to the provisions of Chapter 7-16 of the General Laws, 1956, as amended, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

1. The name of the limited liability company is:

LRF Realty, LLC

2. The address of the limited liability company's resident agent in Rhode Island is:

56 Exchange Terrace, 2nd Floor Providence, RI 02903

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

and the name of the resident agent at such address is Richard S. Mittleman

(Name of Agent)

3. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

*(Check one box only)*

a partnership *or*  a corporation *or*  disregarded as an entity separate from its member

4. The address of the principal office of the limited liability company if it is determined at the time of organization:

69 Cucumber Hill Road, Foster, RI

5. The limited liability company has the purpose of engaging in any business which a limited partnership may carry on except the provision of professional services as defined in Section 7-5.1-2, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-16, unless a more limited purpose or duration is set forth in paragraph 6 of these Articles of Organization.

**FILED**

NOV 30 2001

By AMR  
1274681

6. Additional provisions, if any, not inconsistent with law, which the members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:

SEE EXHIBIT A ATTACHED HERETO AND MADE A PART HEREOF

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7. The limited liability company is to be managed by:

*(Check one box only)*

its members *or*  by one (1) or more managers

8. If the limited liability company has managers at the time of filing these Articles of Organization, state the name and address of each manager:

Manager

Address

<u>Manager</u>	<u>Address</u>
<hr/>	<hr/>

9. The date these Articles of Organization are to become effective, if later than the date of filing, is:  
Immediately upon filing of Articles of Organization

(not prior to, nor more than 30 days after, the filing of these Articles of Organization)

Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: November 29, 2001

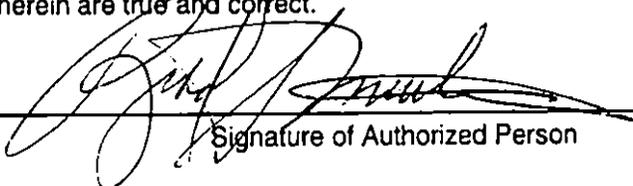
  
\_\_\_\_\_  
Signature of Authorized Person

EXHIBIT A

All members, managers, officers, employees and agents of the limited liability company shall be indemnified to the fullest extent permitted under applicable law and as provided in the Operating Agreement of the limited liability company. No member or manager of the limited liability company shall have any liability to the limited liability company or its members for monetary damages for breach of any duty provided in Section 7-16-7 of the General Laws of Rhode Island, 1956, as amended, except as expressly provided in Section 7-16-18(b) of said General Laws.