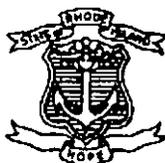


Filing Fee: \$150.00

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIVISION
ID Number: 139672

APR 23 2 07 PM '04



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

FILED

APR 23 2004
By Q-28839a

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:

R. Rodio Realty, LLC

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

86 Weybosset Street

Providence

RI 02903

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

and the name of the resident agent at such address is

Rodio & Ursillo, Ltd.

(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:

400D Putnam Pike, Smithfield, Rhode Island 02917

(If not determined, so state)

5. The limited liability company has the purpose of engaging in any lawful business, 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.

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 Addendum A attached hereto and made a part hereof.

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:

<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

(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: April 23, 2004



Signature of Authorized Person

EXHIBIT A

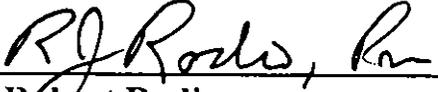
6. Additional Provisions:

- (a) A member of the limited liability company shall not be personally liable to the limited liability company or to its other members for monetary damages for breach of any duty provided for in Section 17 of the Rhode Island Limited Liability Company Act, as may hereafter be amended (the "Act"), except for (i) liability for breach of the member's duty of loyalty to the limited liability company or its members, (ii) liability for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) liability imposed pursuant to the provisions of Section 32 of the Act, or (iv) liability for any transaction from which the member derived an improper personal benefit, unless said transaction was with the informed consent of all of the other members.
- (b) The latest date on which the limited liability company is to dissolve shall be December 31, 2034.

CONSENT FOR USE OF NAME

The undersigned, President of R. Rodio Development, Inc., a Rhode Island corporation (Corp ID # 138679), hereby consents to the creation of an entity using a name deceptively similar to that of my company by R. Rodio Realty, LLC, a Rhode Island limited liability company.

R. Rodio Development, Inc.


By: Robert Rodio
Its: President