

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
06/16/97

CHARTER NUMBER: 981793
ROLL AND FRAME: 5903-0589

CORPORATION:

LAROSA ROYALTY LIMITED LIABILITY COMPANY

05903-0589

DOCUMENT NUMBER	CODE	FEE
97061613601	LCA	85.00
97061613601	MIS	10.00

122547

RETURN TO: CORPORATE SERVICES OF OHIO, INC.
ATTN R M HARRISTON
50 W BROAD ST STE 1120
COLUMBUS OH 43215

TOTAL : 95.00
0680

05903-0590



The State of Ohio

Bob Taft

Secretary of State

981793

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous

Filings; that said records show the filing and recording of: LCA MIS

of:

LAROSA ROYALTY LIMITED LIABILITY COMPANY

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5903 at Frame 0591 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 16TH day of JUNE ,

A.D. 19 97 .



Bob Taft
Bob Taft
Secretary of State

05903-0591

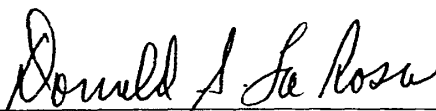
APPROVED
By SS
Date 6-16-97
Amount 83.00
97061613601

ARTICLES OF ORGANIZATION
OF
LaROSA ROYALTY LIMITED LIABILITY COMPANY

The undersigned, desiring to form a limited liability company pursuant to Ohio Revised Code Chapter 1705, does hereby state the following:

- FIRST:** The name of the limited liability company (the "Company") shall be **LaRosa Royalty Limited Liability Company**.
- SECOND:** The period of the Company's duration shall be perpetual.
- THIRD:** The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of the Company is 1900 Fifth Third Center, 511 Walnut Street, Cincinnati, OH 45202.
- FOURTH:** The purpose for which the Company is formed is to engage in any lawful act or activity for which limited liability companies may be formed under Section 1705.01 *et seq.* of the Ohio Revised Code.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 26th day of March, 1997.



Donald S. LaRosa, Member

05903-0592

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being a member of LaRosa Royalty Limited Liability Company, hereby appoints Michael T. LaRosa, a natural person resident in Ohio, to be the agent upon whom any legal process, notice or demand required or permitted by law to be served upon the limited liability company may be served. The complete address of the agent is 2334 Boudinot Avenue, Cincinnati, OH 45238.


Donald S. LaRosa

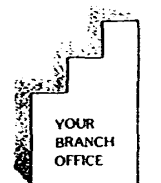
ACCEPTANCE OF APPOINTMENT

The undersigned, named herein as the statutory agent for LaRosa Royalty Limited Liability Company hereby acknowledges and accepts the appointment of agent for such limited liability company.

Date: March 26, 1997


Michael T. LaRosa

05903-0593
CORPORATE SERVICES OF OHIO, INC.



Telephone
(614) 464-2400
FAX
(614) 464-1505

50 West Broad Street, Suite 1120
Columbus, Ohio 43215

EXPEDITE

TO: SECRETARY OF STATE
FROM: RUTH M. HARRISTON
DATE: June 16, 1997

EXPEDITED FILING FEE 95.00

Articles of ~~Incorporation~~ ^{XXXXXXXXXXXX} / Organization

LAROSA ROYALTY LIMITED LIABILITY COMPANY

Certificate of:

Amendment/Amended Articles
Restatement of Art. of Org.
Amendment to Art. of Org.
Limited Partnership
Amendment of Limited Partnership
Restated Limited Partnership
Cancellation of Ltd. Partnership
Dissolution
Merger/Consolidation
Partnership with Limited Liability
Withdrawal/Reinstatement
Annual Report

Foreign License Application
Name Change/Merger Recital
Surrender/Reinstatement
Agent or Form 7 Report
Foreign Limited Liability Company
Correction/Cancellation
Foreign Limited Partnership
Correction
Trade Name/Fictitious Name
Trade Mark/Service Mark Regis.
Agent Miscellaneous Filing

OTHER:

CERTIFICATION:

EXPEDITED FILING HOLD FOR PICK UP

RETURN FILED DOCUMENT TO:

EXPEDITE

EXPEDITE