

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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02 MAY 23 PM 12: 41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L02000012643

Beachsand Properties LLC

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-05/23/02--01040--014
****125.00 ****125.00

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

RECEIVED
02 MAY 23 AM 10: 51
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TAL

Signature _____

Requested by: LW 5/23
Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

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ARTICLES OF ORGANIZATION OF BEACHSAND PROPERTIES, L.L.C. 21. PMC: 41

The undersigned hereby certify that we have associated ourselves together for the purposes of becoming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liabilities companies for profit. We further declare that the following articles shall be the charter and authority of the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be Beachsand Properties, L.L.C., and its principal place of business and its mailing address shall be at 354 Driftwood Road #12, Destin, Florida 32550, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

PURPOSES AND POWERS

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

1. To engage in the business of real estate investment.
2. To engage in any other activity or business

authorized under the Florida Statutes.

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ARTICLE III

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PRINCIPAL PLACE OF BUSINESS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The principal office of this limited liability company shall be located at 354 Driftwood #12, Destin, Florida 32550.

ARTICLE IV

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 36008 Emerald Coast Parkway, Suite 301, Destin, Florida 32541, and the name of its initial registered agent at such address is Robert E. McGill, III,.

The undersigned, being an authorized representative of the limited liability company, a member, hereby certifies that the foregoing constitute the Articles of Organization of Beachsand Properties, L.L.C..

Executed by the undersigned on the 22nd day of May, 2002



Robert E. McGill, III

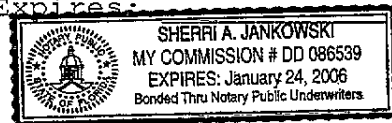
STATE OF FLORIDA
COUNTY OF OKALOOSA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Before me, the undersigned authority, personally appeared Robert E. McGill, III, who is known to me and who, being first duly sworn, states that he executed the foregoing instrument voluntarily and as the authorized representative of Beachsand Properties, L.L.C. for the purposes therein stated this 22nd day of May, 2002.

Sherri A. Jankowski
Notary Public *Sherri A. Jankowski*

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated limited liability company at the place designated in these Articles, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 22nd day of May, 2002.

[Signature]