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ASSISTANTS:
JANE MYERS: FAMILY & CIVIL
DIANE EYRE: ESTATES & PROPERTY
MARJORIE THURLOW: CLIENT SERVICES
GLENDA SNELL: ACCOUNTING
August 26, 2002

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

300007422559--1
-08/29/02--01030--011
***775.00 ***155.00

202-23351

Re: Fifty Sunny Shore Drive, LLC
Fifty-Two Sunny Shore Drive, LLC
Ten Beechwood Drive, LLC
Twelve Beechwood Drive, LLC
Fourteen Beechwood Drive, LLC

Gentlemen:

Enclosed are the following documents for your consideration regarding each of the above limited liability companies:

1. Original and one copy of the Articles of Organization for each limited liability company.
2. Check in the amount of \$775.00 for the filing fees and certified copies for all of the limited liability companies.

Please forward me a certified copy of the Articles of Organization at your earliest convenience.

If you require any further information, please contact me.

Very truly yours,

ROBERT S. THURLOW
RST/dwe
enc.
cc: client

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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 30, 2002

ROBERT S. THURLOW, P.A.
415 CANAL STREET
NEW SMYRNA BEACH, FL 32168

SUBJECT: FIFTY-TWO SUNNY SHORE DRIVE, LLC
Ref. Number: W02000025351

We have received your document for FIFTY-TWO SUNNY SHORE DRIVE, LLC and your check(s) totaling \$775.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 002A00050697

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DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
OF
FIFTY-TWO SUNNY SHORE DRIVE, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be FIFTY-TWO SUNNY SHORE DRIVE, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 956 Marie Circle, Ormond Beach, Florida 32176.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Hubert D. Forner, 956 Marie Circle, Ormond Beach, Florida 32176.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute equally to the capital of the company in cash or property.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME	ADDRESS
Meredith W. Price	956 Marie Circle Ormond Beach, FL 32176
Hubert D. Forner	956 Marie Circle Ormond Beach, FL 32176

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at New Smyrna Beach, Florida, on this 23rd day of August, 2002.

Meredith W. Price
 Name of Organizer: Meredith W. Price
Meredith W. Price
 Applicant: Meredith W. Price

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STATE OF FLORIDA
COUNTY OF VOLUSIA

Sworn to (or affirmed) and subscribed before me this 23rd day of August, 2002, by Meredith W. Price and Hubert D. Forner.

Personally Known or Produced EAAD/L
as Identification

[Signature]
 Notary Public -- State of Florida

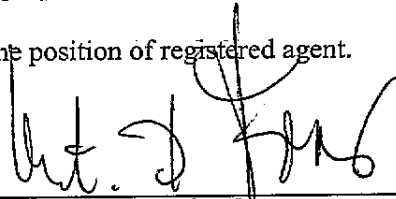


Robert S. Thurlow
 MY COMMISSION # DD026138 EXPIRES
 August 14, 2005
 BONDED THRU TROY FAIN INSURANCE, INC.

Print, Type, or Stamp
 Commissioned Name of Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **FIFTY-TWO SUNNY SHORE DRIVE, LLC**, the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Name: Hubert D. Forner
Registered Agent

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