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Quarles & Brady LLP

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April 26, 2000

Via Regular U.S. Mail

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Re: Grand Bay Partners, LLC

Dear Sir or Madam:

Enclosed for filing the above-referenced limited liability company with the Division of Corporations are the following:

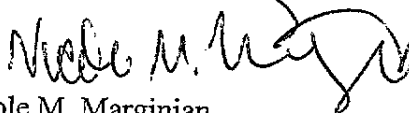
1. The Articles of Organization;
2. The Certificate of Designation of Registered Agent; and
3. A check in the amount of \$125.00 which represents the Division's filing fee.

Please direct any further inquiries concerning this matter to the above address and phone number. If you should have any questions, please do not hesitate to call.

Respectfully,

QUARLES & BRADY LLP

Nicole M. Marginian



FILED
00 MAY 16 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	NMM:cjt Enclosures as stated
W. P. O. P. 198.1	DCC

① RA acceptance

7 pages
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May 12, 2000

Via Regular U.S. Mail

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Grand Bay Partners, LLC

Dear Sir or Madam:

Please find enclosed the following documents regarding registering the above-referenced limited liability company:

1. Your letter dated May 9, 2000, stating that a correction is required to the application;
2. The Articles of Organization for Grand Bay Partners, LLC.
3. A signed Certificate of Designation and Acceptance of Registered Agent.

Please return all correspondence concerning the matter to the above address. I thank you in advance for your assistance. If you should have any questions or problems, please do not hesitate to call.

Respectfully,

QUARLES & BRADY LLP

Nicole M. Marginian

NMM:ejt
Enclosures as stated



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 9, 2000

NICOLE M. MARGINIAN
QUARLES & BRADY LLP
4501 TAMiami TRAIL NORTH, SUITE 300
NAPLES, FL 34103-3060

SUBJECT: GRAND BAY PARTNERS, LLC
Ref. Number: W00000012144

We have received your document for GRAND BAY PARTNERS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 000A00025787

ARTICLES OF ORGANIZATION OF

GRAND BAY PARTNERS, LLC

The undersigned hereby executes the foregoing document for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be **GRAND BAY PARTNERS, LLC**.

ARTICLE II

ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this limited liability company shall be 1473 Via Portofino, Naples, FL 34108.

ARTICLE III

REGISTERED AGENT

The name and address of the initial registered agent in the State of Florida are as follows: Apple Lawdock, Inc., 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103.

ARTICLE IV

DURATION

This limited liability company shall exist perpetually unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the regulations adopted by its members.

ARTICLE V

MANAGEMENT

This limited liability company shall be managed by its members, MIJUS DEVELOPMENT CORPORATION, INC., a Colorado corporation, and GRAND BAY BUILDING & DEVELOPMENT CORPORATION, a Florida corporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

RESTRICTIONS ON MEMBERSHIP

The members shall have the right to admit new members by unanimous consent of existing members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

ARTICLE VII

MEMBERS' RIGHT TO CONTINUE BUSINESS

The existence of the limited liability company will terminate upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, however, the remaining members shall have the right to continue the existence of the limited liability company upon the unanimous consent of such remaining members.

Executed by the undersigned at Naples, Florida, on April 24, 2000.

(Corporate Seal)

MIJUS DEVELOPMENT CORPORATION
INC., a Colorado corporation

By: Robert A. Holmes
ROBERT A. HOLMES, President and
Authorized Representative

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00 MAY 16 PM 4:19
TALLAHASSEE FLORIDA
SECRETARY OF STATE

(Corporate Seal)

GRAND BAY BUILDING &
DEVELOPMENT, CORPORATION, a Florida
corporation

By: Arthur Canada
Arthur Canada, President and Authorized
Representative

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 24 day of April 2000, by **ROBERT A HOLMES**, President, and Authorized Representative for **MIJUS DEVELOPMENT CORPORATION, INC.**, a Colorado corporation, on behalf of **GRAND BAY PARTNERS, LLC**, a limited liability company, who ☒ is personally known to me or ☐ who produced a driver's license as identification.



Nicole M Marginian
My Commission CC8856
Expires November 4, 2001

(SEAL)

Nicole M. Marginian
Name: Nicole M. Marginian
Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 24 day of April 2000, by **ARTHUR CANADA**, President, and Authorized Representative for **GRANDBAY BUILDING & DEVELOPMENT CORPORATION**, a Florida corporation on behalf of **GRAND BAY PARTNERS, LLC**, a limited liability company, who ☒ is personally known to me or ☐ who produced a driver's license as identification.



Nicole M Marginian
My Commission CC885905
Expires November 4, 2003

(SEAL)

Nicole M. Marginian
Name: Nicole M. Marginian
Notary Public
My Commission Expires:

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00 MAY 16 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

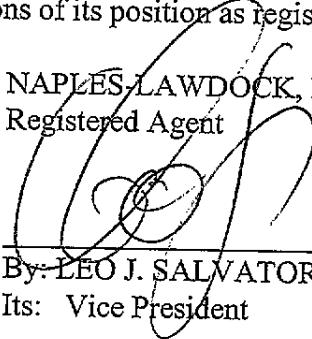
The name of the limited liability company is **GRAND BAY PARTNERS, LLC.**

The name of the initial registered agent of the limited liability company is NAPLES-LAWDOCK, INC., c/o Quarles & Brady, 4501 Tamiami Trail North, Suite 300, Naples, FL 34103-3060.

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of duties, and is familiar with and accepts the obligations of its position as registered agent.

NAPLES-LAWDOCK, INC.,
Registered Agent

By: 
Its: Vice President

Date: May ____, 2000

00 MAY 16 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED