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George Vega
Thomas R. Brown
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7/5

cc \$21.25

00855-02870-00676-00671
January 26, 2001

Please Reply To:
Michael G. Moore
400 10th Street S., Ste. E
Naples, Florida 34102
Telephone (941) 261-6663
Facsimile (941) 261-9599

MJH

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

W01-2370
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133.75

Re: New Filing: Mar de Suenos, L.L.C.

Dear Sir or Madam:

CC

Attached please find the original and one copy of the Articles of Organization and Certificate of Designation of Registered Agent, together with a check in the amount of \$133.35 for Mar de Suenos L.L.C., representing the filing fees plus one certified copy.

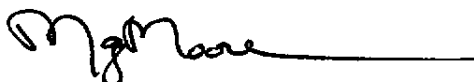
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Please forward any correspondence and/or inquiries to:

Michael G. Moore, Esquire
400 10th Street South, Suite E
Naples, Florida 34102

Very Truly Yours,

VEGA, BROWN, STANLEY
& BURKE, P.A.


Michael G. Moore

FILED
01 JUL -5 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

:jda



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 31, 2001

MICHAEL G. MOORE
VEGA, BROWN, STANLEY & BURKE P.A.
2660 AIRPORT ROAD SOUTH
NAPLES, FL 34112

SUBJECT: MAR DE SUENOS, L.L.C.
Ref. Number: W01000002370

We have received your document for MAR DE SUENOS, L.L.C. and your check(s) totaling \$133.75. However, the document has not been filed and is being retained in this office for the following:

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$21.25.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 901A00005886

**ARTICLES OF ORGANIZATION
OF
MAR DE SUENOS, L.L.C.**

The undersigned, pursuant to §608.407, Florida Statutes, adopt the following Articles of Organization for such limited liability company.

ARTICLE I – Name

The name of the limited liability company is Mar de Suenos, L.L.C.

ARTICLE II – Duration

The period of duration for the limited liability company shall be perpetual.

ARTICLE III – Address

The mailing address and street address of the principal office of the limited liability company is: 6240 Shirley Street, No. 102, Naples, Florida 34109.

ARTICLE IV – Management

The limited liability company is to be managed by a Managing Agent, who shall be elected by annually upon the majority vote of the Members. The name and address of the initial Managing Agent are as follows:

Roger Riggs

ARTICLE V – Registered Agent

The initial street address of the initial registered office of the limited liability company is: Michael J. Bodah, 771 Anderson Drive, Naples, Florida 34103. The initial registered agent at such address shall be Michael J. Bodah.

ARTICLE VI – Admission of Additional Members

The right of the Members to admit additional Members and the terms and conditions of the admissions shall be as follows: No person may be admitted as a Member unless each Member consents in writing to the admission of the additional Member.

01 JUL -5 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


FILED

ARTICLE VII – Members Rights to Continue Business

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or upon the occurrence of any other event which terminates the continued membership of a Member in the limited liability company, the remaining Member(s) may elect to continue the business by the unanimous consent of all remaining Members within ninety (90) days of such event.

IN WITNESS WHEREOF, the undersigned has executed these Articles or Organization at Naples, Collier County, Florida on this 26 day of January, 2001.

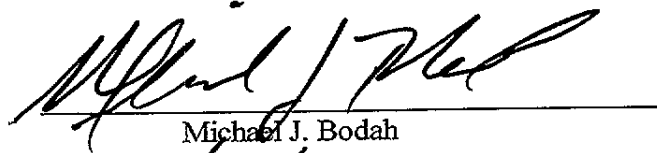
Mar de Suenos, L.L.C.,
a Florida limited liability Company



Roger Riggs, authorized
representative of Members

ACCEPTANCE OF REGISTERED AGENT

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, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Michael J. Bodah

1/26/01

Date