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August 15, 2001

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***375.00 ***125.00

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

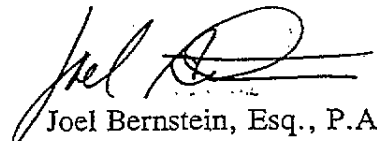
Re: Bayshore Fund Management, LLC
Bayshore Corporate Finance, LLC
Bayshore Securities & Trust, LLC

Greetings:

Enclosed please find Articles of Organization for Florida Limited Liability Company for each of the above-referenced limited liability companies. Also enclosed is our firm check for \$375 representing fee of \$125 for each of the three filings.

Please file the Articles and return a filed copy to this office. If you have any questions, please call me at 305-892-1122.

Very truly yours,


Joel Bernstein, Esq., P.A.

JB/jk
encs.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

BAYSHORE FUND MANAGEMENT, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

10421 N.W. 49th Place
Coral Springs, FL 33076

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Scott Howell
10421 N.W. 49th Place
Coral Springs, FL 33076

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 as provided for in Chapter 608, F.S.



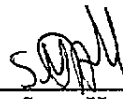
Scott Howell, Registered Agent

ARTICLE IV - Management

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager managed company.

These Articles are executed by Scott Howell, a member of the Limited Liability Company

Date: August 13, 2001



Scott Howell

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