

MACKEY, MACKEY & HALL, P.A.

Peter J. Mackey
Board Certified in Business Litigation
Also Admitted in New York

Catherine Z. Mackey
Title Agent

Dianne Lee Hall
Board Certified in Marital and Family Law
Also Certified Public Accountant

Matthew B. Taylor

Attorneys at Law
1402 Third Avenue West
Bradenton, FL 34205

Telephone: (941) 746-6225
Facsimile: (941) 748-6584

Reply To:
Post Office Box 9528
Bradenton, FL 34206-9528
E-mail:
mackeylaw.com

May 7, 2002
L020000 11392

Via Federal Express

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-05/08/02--01072--009
****125.00 ****125.00

Re: Point Pleasant, LLC

Dear Sir/Madam:

Enclosed are the articles of organization and certificate of designation of registered agent for the above-referenced limited liability company. Also enclosed is a check in the amount of \$125.00 for the filing fee. Please forward a certificate of formation to us at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely,

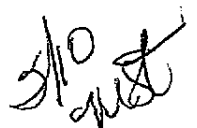
MACKEY, MACKEY & HALL, P.A.



Dianne L. Hall

DLH/jl
Enclosures
cc: Peter J. Mackey
Daniel C. Zoller

FILED
02 MAY -8 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF ORGANIZATION
Point Pleasant, LLC**

The undersigned adopt the following articles of organization to form a limited liability company pursuant to the Florida Limited Liability Company Act:

ARTICLE I

The name of the limited liability company shall be Point Pleasant, LLC

ARTICLE II

These articles shall be effective, and the limited liability shall be formed, immediately upon filing. The period of the limited liability company shall be perpetual.

ARTICLE III

This limited liability company is organized to engage in real estate acquisition, development and investment activities and any ancillary business necessary, proper, advisable or convenient for the accomplishment of said purposes, together with all things incidental or connected with said purposes that are not forbidden by Florida law, or by these articles of organization, and to carry out said purposes in any state, territory, district, or possession of the United States, or any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or the foreign country.

ARTICLE IV

The mailing address and the street address of the principal office of the limited liability company shall be 7826 Portosueno, Bradenton, FL 34209.

ARTICLE V

The initial street address in Florida of the initial registered agent of the limited liability company is 7826 Portosueno, Bradenton, FL 34209. The name of the initialed registered agent at such address is Daniel C. Zoller.

ARTICLE VI

The names and address of the initial members are as follows: Daniel C. Zoller and Derry N. Zoller, 7826 Portosueno, Bradenton, FL 34209,

No other person and/or entity may be admitted as a member of the limited liability company unless each of the initial members, and any members subsequently admitted, consents in writing to the admission of the additional member.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The limited liability company shall be managed by a single manager. The initial managing member shall be Daniel C. Zoller.

ARTICLE VIII

The members shall have the power to adopt, amend, alter, change or repeal the articles of organization upon the unanimous affirmative vote of all of the members.

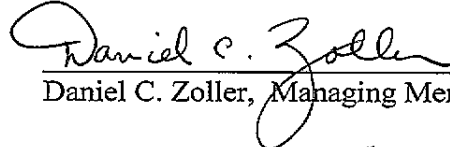
ARTICLE IX

This limited liability company shall be dissolved upon the death, bankruptcy, or dissolution of a member or upon the retirement, resignation, expulsion or occurrence or any other event which terminates the membership of a member. However, there shall be no dissolution if the business of the limited liability company is continued by consent of all the remaining members.

ARTICLE X

The members of the limited liability company shall not be liable under any judgement, decree, or order of the court, or in any other manner, for a debt, obligation, or liability of this limited liability company except as provided in the Florida Limited Liability Company Act.

The undersigned subscribed these articles of organization at the law office of MACKEY, MACKEY & HALL P.A., 1402 Third Avenue West, Bradenton, Florida on May 7, 2002. In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Daniel C. Zoller, Managing Member

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02 MAY -8 AM 11:45
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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

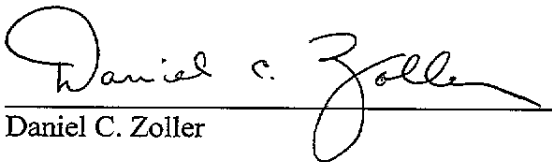
Pursuant to the provisions of Section 608.415, Florida Statutes (2001), Point Pleasant, LLC, a limited liability company organized under the laws of the State of Florida, submits the following statement designating the registered agent and his Florida office:

1. The name of the limited liability company is: Point Pleasant, LLC
2. The name and address of the registered agent and office is:

Name: Daniel C. Zoller
Address: 7826 Portosueno, Bradenton, FL 34209.

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.

Dated: MAY 7, 2002.


Daniel C. Zoller

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02 MAY -8 AM 11:45
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TALLAHASSEE, FLORIDA