

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 32 • Tallahassee, Florida 32301
(850) 224-8877 • Fax (850) 224-2222

LO2000014043

Palmetto Guest Home Mana.

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****125.00 ****125.00

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Signature _____

Requested by _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- _____ Art of Inc. File
- _____ LTD Partnership File
- _____ Foreign Corp. File
- ✓ _____ L.C. File
- _____ Fictitious Name File
- _____ Trade/Service Mark
- _____ Merger File
- _____ Art. of Amend. File
- _____ RA Resignation
- _____ Dissolution / Withdrawal
- _____ Annual Report / Reinstatement
- _____ Cert. Copy
- _____ Photo Copy
- _____ Certificate of Good Standing
- _____ Certificate of Status
- _____ Certificate of Fictitious Name
- _____ Corp Record Search
- _____ Officer Search
- _____ Fictitious Search
- _____ Fictitious Owner Search
- _____ Vehicle Search
- _____ Driving Record
- _____ UCC 1 or 3 File
- _____ UCC 11 Search
- _____ UCC 11 Retrieval
- _____ Courier

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02 JUN -7 AM 11:48
DEPARTMENT OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

FILED
02 JUN -7 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
PALMETTO GUEST HOME MANAGEMENT, LLC.
(a Florida Limited Liability Company)

The undersigned certify that we have associated ourselves together 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. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **PALMETTO GUEST HOME MANAGEMENT, L.L.C.**, and its principal office shall be located at 820 5th Street West in the City of Palmetto, County of Manatee, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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TALLAHASSEE, FLORIDA

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5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV MANAGEMENT BY MEMBERS

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

MICHAEL BIGGINS
820 5th Street West
Palmetto, Florida 34221

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TALLAHASSEE, FLORIDA

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JAMES J. BIGGINS
820 5th Street West
Palmetto, Florida 34221

KRISTIN BIGGINS
820 5th Street West
Palmetto, Florida 34221

KIMBERLY BIGGINS
820 5th Street West
Palmetto, Florida 34221

The above individuals shall serve as managing members until resignation or incapacity.

ARTICLE V MEMBERSHIP RESTRICTIONS

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TALLAHASSEE, FLORIDA

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

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On 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, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$100.00 cash shall be paid to the limited liability company by each member. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

ARTICLE VII PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the

members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being 5/30/02.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX INITIAL REGISTERED OFFICE AND REGISTERED AGENT

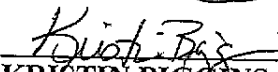
The street address and mailing address of the initial registered office of the limited liability company is 820 5th Street West, City of Palmetto, County of Manatee, State of Florida, and the name of the company's initial registered agent at that address is MICHAEL BIGGINS.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of PALMETTO GUEST HOME MANAGEMENT, L.L.C.

Executed by the undersigned at Bradenton, Manatee County, Florida on the 30th day of may, 2002.


MICHAEL BIGGINS Member


JAMES J. BIGGINS Member


KRISTIN BIGGINS Member


KIMBERLY BIGGINS Member

STATE OF FLORIDA
COUNTY OF MANATEE

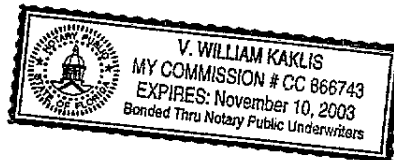
BEFORE ME, the undersigned authority, personally appeared **MICHAEL BIGGINS**, to me known to be the person who executed the foregoing and he acknowledged before me that he executed same for the purposes therein expressed, and that he is personally known to me or has produced N/A for identification and did not take an oath.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WITNESS my hand and official seal this 30th day of may 2002.



(Seal)
Notary Public



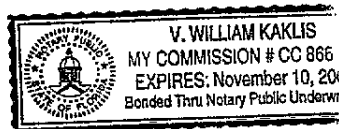
STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared **JAMES J. BIGGINS**, to me known to be the person who executed the foregoing and he acknowledged before me that he executed same for the purposes therein expressed, and that he is personally known to me or has produced N/A for identification and did not take an oath.

WITNESS my hand and official seal this 30th day of may



(Seal)
Notary Public



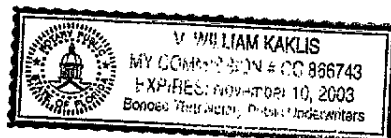
STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared **KRISTIN BIGGINS**, to me known to be the person who executed the foregoing and she acknowledged before me that she executed same for the purposes therein expressed, and that she is personally known to me or has produced N/A for identification and did not take an oath.

WITNESS my hand and official seal this 30th day of may 2002.



(Seal)
Notary Public



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

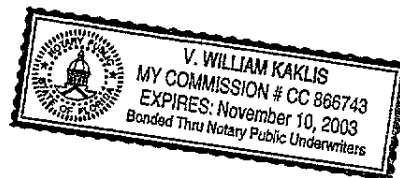
STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared **KIMBERLY BIGGINS**, to me known to be the person who executed the foregoing and she acknowledged before me that she executed same for the purposes therein expressed, and that she is personally known to me or has produced N/A for identification and did not take an oath.

WITNESS my hand and official seal this 30th day of MAY 2002.



Notary Public (Seal)



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

DESIGNATION OF REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF MANATEE

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is PALMETTO GUEST HOME MANAGEMENT, L.L.C.


The name of the registered agent for PALMETTO GUEST HOME MANAGEMENT, L.L.C. is MICHAEL BIGGINS and the street address and mailing address of the company's principal office where the agent is located is 820 5th Street West, Palmetto, Florida 34221.

This statement is to acknowledge that, as indicated above, PALMETTO GUEST HOME MANAGEMENT, L.L.C. has appointed me, MICHAEL BIGGINS, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 the 30th day of may, 2002.


Registered Agent

The foregoing instrument was acknowledged before me this 30th day of may, 2002 by MICHAEL BIGGINS, agent on behalf of PALMETTO GUEST HOME MANAGEMENT L.L.C., a limited liability company. He is personally known to me or has produced N/A as identification.


Notary Public

