



LO2000025888

ACCOUNT NO. : 072100000032

REFERENCE : 767609 7278108

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 125.00

ORDER DATE : October 2, 2002

ORDER TIME : 10:50 AM

ORDER NO. : 767609-005

CUSTOMER NO: 7278108

CUSTOMER: Ms. Susan Mills
1031 Exchange Corporation

170 Nw Spanish River Blvd.

Boca Raton, FL 33431

DOMESTIC FILING

NAME: TURTLE BEACH ROAD, LLC

EFFECTIVE DATE: _____

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____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX _____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

FILED
RECEIVED
02 OCT -2 PM 2:04
02 OCT -2 AM 11:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF ORGANIZATION
OF
TURTLE BEACH ROAD, LLC
A Florida Limited Liability Company

FILED
OCT -2 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribed, acknowledges, and files the following Articles of Organization

ARTICLE I
NAME

The name of the limited liability company shall be: TURTLE BEACH ROAD, LLC

ARTICLE II
ADDRESS

The street and mailing address in this State of the principal office of this limited liability company shall be:

170 N.W. Spanish River Blvd.
Boca Raton, Florida 33431

ARTICLE III
DURATION

The limited liability company shall commence its existence on the date of the filing of these Articles and shall be for a term that shall end on the earlier to occur of either 1) December 31, 2003 or 2) in accordance with the Company's Operating Agreement.

ARTICLE IV
PURPOSE

The general nature of the business to be conducted by this limited liability company shall be to do all things enumerated, set forth and authorized by Florida Statutes 1975, Section 608.404.

ARTICLE V
MANAGEMENT

The sole member manager of the limited liability company shall be 1031 Exchange Corporation, a Florida corporation

ARTICLE VI
MEMBER MANAGERS ADDRESS

The name and address of the member manager of the limited liability company shall be:

NAME

ADDRESS

1031 Exchange Corporation

170 N.W. Spanish River Blvd.
Boca Raton, FL 33431

ARTICLE VII
AUTHORIZED SUBSCRIBER

The representative or member who is authorized to execute these Articles of Organization is

NAME AND ADDRESS

1031 Exchange Corporation
by Susan N. Mills, Vice President/Secretary
170 N.W. Spanish River Blvd.
Boca Raton, FL 33431

ARTICLE VIII
ADDRESS OF REGISTERED AGENT

The street address of the initial registered office is:

170 N.W. Spanish River Blvd.,
Boca Raton, FL 33431

and the name of the registered agent of this limited liability company at that address is:

1031 Exchange Corporation
Attention: Susan N. Mills, Vice President/Secretary

FILED
02 OCT -2 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1st IN WITNESS WHEREOF, the representative/member has affixed his signature, this
day of October, 2002.

1031 EXCHANGE CORPORATION,
a Florida corporation

By: Susan N. Mills (SEAL)
Susan N. Mills, Vice President

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Susan N. Mills, Vice President of 1031 Exchange Corporation who after being duly sworn, acknowledged that he executed the foregoing Articles of Organization for the purposes therein expressed.

Dated at Fort Lauderdale, Broward County, Florida, this 1st day of October, 2002

Robert D. Beal
Notary Public/State of Florida



Robert D. Beal
Commission # DD 008705
Expires March 18, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for TURTLE BEACH ROAD, LLC, a Florida limited liability company, at the place designed in the foregoing Articles of Organization, hereby accepts to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.

1031 EXCHANGE CORPORATION,

A Florida corporation

By: Susan N. Mills (SEAL)
Susan N. Mills, Vice President
Registered Agent

FILED
02 OCT -2 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
02 OCT -2 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First that TURTLE BEACH ROAD, LLC, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of organization, at the City of Boca Raton, County of Palm Beach, State of Florida, has named 1031 Exchange Corporation by: Susan N. Mills, Vice President, located at 170 N.W. Spanish River Blvd., Boca Raton, FL 33431, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the above stated limited liability company, at the place designated to this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

**1031 EXCHANGE CORPORATION,
A Florida corporation**

By: _____

Susan N. Mills

Susan N. Mills, Vice President
Registered Agent