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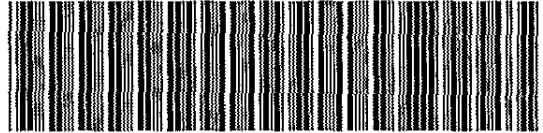
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October 31, 2002

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Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

L02-26597

Regarding: Articles of Correction for SUN SIESTA, L.L.C., a Florida limited liability company

To Whom it May Concern:

Enclosed please find the original Articles of Correction for **SUN SIESTA, L.L.C.**, a Florida limited liability company for filing. Also enclosed please find the required filing fee of \$25.00. If you have any questions, please feel free to call my office. Thank you.

Yours very truly,
ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

Holly Hawk

Holly M. Hawk

Enclosures

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**ARTICLES OF CORRECTION
FOR
SUN SIESTA, L.L.C., a Florida limited liability company**

Pursuant to section 608.4115 F.S., this document is being submitted within the required 30 business days to correct the attached Articles of Organization of **SUN SIESTA, L.L.C., a Florida limited liability company**.

1. The name of the limited liability company is **SUN SIESTA, L.L.C., a Florida limited liability company** ("Company").
2. The Articles of Organization contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:
 - a. The incorrect statement appears in the first sentence of Article VI of the Articles of Organization of the Company. It is incorrect because the Company is manager-managed, and not managed by a designated Member.
 - b. The corrected Article VI of the Articles of Organization of the Company shall be as follows:

"ARTICLE VI - MANAGEMENT"

The Company shall be managed by a designated Manager as provided in the Operating Agreement. The name and address of the initial Manager of the Company is:

Overseas Realty, Inc., a Florida corporation
786 S. Orange Avenue
Sarasota, FL 34236"

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Dated: 10/30/02



TROY H. MYERS, JR., as authorized
representative of a member

ARTICLES OF ORGANIZATION
OF
SUN SIESTA, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be:

"SUN SIESTA, L.L.C. "

(hereinafter referred to as the "Company")

ARTICLE II - ADDRESS

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

786 S. Orange Avenue
Sarasota, FL 34236

ARTICLE III - PURPOSE AND POWER

The business of the Company shall be to carry on any lawful business or activity in accordance with applicable law, and to have and exercise all of the powers, rights and privileges which a limited liability company organized pursuant to the Florida Act may have and exercise. Title to real estate and to other assets acquired by the Company shall be held in the name of the Company. In carrying out the purposes of the Company, but subject to all other provisions of this Agreement, the Company shall have all powers and rights of a limited liability company organized under the Florida Act, to the extent such powers and rights are not proscribed by the Articles.

ARTICLE IV - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved in accordance with the Florida Act.

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ARTICLE V - REGISTERED AGENT

The name and address of the Company's initial registered agent for service of process in the State of Florida is:

TROY H. MYERS, JR., ESQ.
2033 Main Street, Suite 600
Sarasota, Florida 34237

ARTICLE VI - MANAGEMENT

The Company shall be managed by a designated Member as provided in the Operating Agreement. The name and address of the initial Manager of the Company is:

Overseas Realty, Inc., a Florida corporation
786 S. Orange Avenue
Sarasota, FL 34236

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Sarasota, Florida, on this 8th day of October, 2002.

Overseas Realty, Inc, a Florida corporation, as
Manager

By: 

FRIEDRICH MAYR, President

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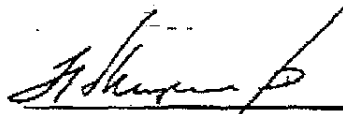
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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR

"SUN SIESTA, L.L.C. "

Having been named to accept service of process for the above stated limited liability company, at the place designated in the company's Articles of Organization, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: October 8, 2002



TROY H. MYERS, JR., ESQ.

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