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LAW OFFICES

KOEPPEL GOTTLIEB MESCHES

ESPERANTÉ BUILDING 222 LAKEVIEW AVENUE SUITE 260

WEST PALM BEACH, FLORIDA 33401-6147

JOEL P. KOEPPEL, P.L. MEMBER FL & NY BARS TELECOPIER (56I) 659-4020 TELECOPIER (56I) 659-5399 E-MAIL koeppel@bellsouth.net

January 20, 2004

VIA FEDERAL EXPRESS

STATE OF FLORIDA
Department of State
Division of Corporations - New Filing Section
409 East Gaines Street
Tallahassee, FL 32399

Re:

Limited Liability Company

GRAYSTONE RESERVES, LLC

Gentlemen/Ladies:

EFFECTIVE DATE

01/16/04

I have enclosed two (2) original Articles of Organization for GRAYSTONE RESERVES, LLC along with our firms check in the amount of \$125.00, representing the filing fee for this Limited Liability Company. Please file one (1) original and return one (1) stamped original to our office in the enclosed pre-addressed, stamped envelope.

Please note the effective date in the Articles is January 16, 2004, in accordance with Florida Statutes §608.409(1), please file the Articles effective as of that date.

If you have any questions please do not hesitate to contact the undersigned. Thank you very much.

Sincerely,

KOEPPEL GOTTLIEB MESCHES

Enclosure

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ARTICLES OF ORGANIZATION of GRAYSTONE RESERVES, LLC



ARTICLE I - NAME

The name of the Limited Liability Company is: GRAYSTONE RESERVES, LLC.

ARTICLE II - ADDRESS

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

9056 Sand Pine Lane West Palm Beach, FL 33401 OI/16/04

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE and REGISTERED AGENT'S SIGNATURE

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

Joel P. Koeppel 222 Lakeview Avenue, Suite 260 West Palm Beach, Florida 33401

ARTICLE IV - MANAGEMENT

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

ARTICLE V - EFFECTIVE DATE

The Effective Date of this Limited Liability Company is January 16, 2004.

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.

Joel P. Koeppel, Registered Agent

Signature of a member or an authorized representative of a member.

(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.)

Joel P. Koeppel

Typed or printed name of signee



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