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From:

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

shepard real estate holdings, llc

Certificate of Status	0
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Prepared By & Return To:
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2523 Wooster Lane, Suite 3
Sanibel, Florida 33957
(239) 472-9082

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3

ARTICLES
OF
ORGANIZATION
SHEPARD REAL ESTATE HOLDINGS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I
Name

EFFECTIVE DATE
3-11-04

The name of the limited liability Company shall be SHEPARD REAL ESTATE HOLDINGS, LLC

ARTICLE II
Address

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

Principal Office Address:
695 TARPON BAY ROAD
SUITE 5
SANIBEL, FL 33957

Mailing Address:
695 TARPON BAY ROAD
SUITE 5
SANIBEL, FL 33957

ARTICLE III
Registered Agent, Registered Office, & Registered Agent's Signature

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

David A. Owens
695 Tarpon Bay Road, Suite 5
Sanibel, FL 33957

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.


David A. Owens

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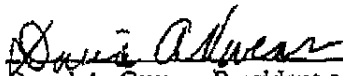
**ARTICLE IV
Management**

The Limited Liability Company is to be managed by one member and is, therefore, a member-managed company.

<u>Title</u>	<u>Name and Address</u>
MGRM	1031 Reverse Exchange Co., LLC 695 Tarpon Bay Rd., #5 Sanibel, FL 33957

**ARTICLE V
Effective Date**

The effective date of the beginning of business of this Limited Liability Company shall be the 16th day of March, 2004.


 David A. Owens, President of Island Financial
 Services, Inc., Managing Member of 1031
 Reverse Exchange Co., LLC, Managing
 Member of SHEPARD REAL ESTATE
 HOLDINGS, LLC

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