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PILKA & ASSOCIATES, P.A.

ATTORNEYS AT LAW

DANIEL F. PILKA
CAROLINE A. ADAMS*
MARK E. HAGER**

PLEASE REPLY TO: BRANDON ADDRESS
TELEPHONE (813) 653-3800
TELEPHONE (863) 687-0780
FACSIMILE (813) 651-0710
E-mail Address: law@pilka.com

SCOTT F. BARNETT
MICHAEL T. EATMAN
ROBERT FRASER

OF COUNSEL

*ALSO MEMBER OF TENNESSEE BAR
**ALSO MEMBER OF PENNSYLVANIA BAR

April 19, 2004

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: South Shore Real Estate, LLC
Our File: 24-3091

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TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Enclosed please find the original Articles of Organization for the above referenced corporation, along with a copy of the same and this firm's check in the amount of \$125.00 for costs in filing the enclosed.

Upon completion of your filing of the Articles, kindly return a timed stamped copy of the filed Articles to our office in the enclosed self addressed, federal express envelope. If you should have any questions please contact our office. The toll free number is 800-260-1529.

Thank you for your assistance regarding this matter.

Very truly yours,

Emmy Anderson

Emmy Anderson
Legal Assistant to
Mark E. Hager

/ea
Enclosures
c: client

ARTICLES OF ORGANIZATION
OF
SOUTH SHORE REAL ESTATE, LLC

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TALLAHASSEE, FLORIDA

ARTICLE I -- NAME

The name of the limited liability company shall be ***SOUTH SHORE REAL ESTATE, LLC***, ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is ***11814 Autumn Creek Drive, Riverview, Florida 33569***.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are:
EDWARD L. PICHETTE, JR., 11814 Autumn Creek Drive, Riverview, FL 33569.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property in the amount of \$12,500.00 for each of the Members.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to

dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

EDWARD L. PICHETTE, JR.

11814 Autumn Creek Drive

Riverview, FL 33569

BONNIE L. PICHETTE

11814 Autumn Creek Drive

Riverview, FL 33569

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Brandon, Hillsborough County, Florida, on March 30, 2004.


EDWARD L. PICHETTE, JR.


BONNIE L. PICHETTE

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 30 day of March, 2004,
by **EDWARD L. PICHETTE, JR.**, and **BONNIE L. PICHETTE**, each of whom has produced
a Florida Driver's as identification, and each of whom did not take an oath.


NOTARY PUBLIC



Mark E Hager
My Commission DD001236
Expires May 18, 2006

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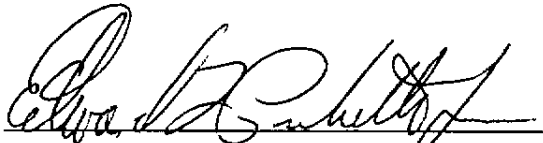
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ACCEPTANCE BY REGISTERED AGENT

Having been named registered agent to accept service of process for the above stated limited liability company, at the place designated in the Articles of Organization, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes in all matters relative thereto.

Dated:

March 30, 2004



EDWARD L. PICHETTE, JR.

Registered Agent

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