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TRANSMITTAL LETTER

TO: Registration Section Division of Corporations
SUBJECT: PREMIER OF SECLUSION BAY, LLC
(Name of Limited Liability Company)
The enclosed Articles of Organization and fee(s) are submitted for filing.
Please return all correspondence concerning this matter to the following:
J. Edward Peel
(Name of Person)
(Firm/Company)
5170 Sanderlin Avenue, Suite 202
(Address)
Memphis, TN 38117-4360
(City/State and Zip Code)
For further information concerning this matter, please call:
J. Edward Peel at (901) 761-3165
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399 MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE II - Address: The mailing address and street address of the	
	e principal office of the Limited Liability Company is
Principal Office Address:	Mailing Address:
5170 Sanderlin Avenue, Suite 202	5170 Sanderlin Avenue, Suite 202
Memphis, TN 38117-4360	Memphis, TN 38117-4360
ARTICLE III - Registered Agent, Register The name and the Florida street address of the	red Office, & Registered Agent's Signature:
	ne registered agent are:
The name and the Florida street address of the	ne registered agent are:
The name and the Florida street address of the SCHAFFLER HOLDINGS,	ne registered agent are:
The name and the Florida street address of the SCHAFFLER HOLDINGS, Na. 25 Walter Martin Road, N.E.	LLC me

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, Florida Statutes.

Registered Agent's Signature

Page 1 of 2 (CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s): The name and address of each Manager or Managing Member is as follows: Name and Address: "MGR" = Manager "MGRM" = Managing Member MGRM Premier Holding Company, LLC 5170 Sanderlin Avenue, Suite 201 Memphis, TN 38117-4360 ~ (Use attachment if necessary) NOTE: An additional article must be added if an effective date is requested. REQUIRED SIGNATURE: Signature of a member or an authorized representative of a member.

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury

Typed or printed name of signee

that the facts stated herein are true.)

J. Edward Peel