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LIMITED LIABILITY COMPANY

barry's florida properties, llc

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Prepared By & Rotum To: Romaid S, Urlcovich Attorney At Law 2323 Wooster Lane, Suite 3 Sanibal, Florida 13957 (239) 472-9082 H04000139580

ARTICLES OF ORGANIZATION BARRY'S FLORIDA PROPERTIES, 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

The name of the limited liability Company shall be: BARRY'S FLORIDA PROPERTIES, 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 proxided 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.

Title Name and Address

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 6th day of July, 2004.

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

BARRY'S FLORIDA PROPERTIES, LLC

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