

W05000008645

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(City/State/Zip/Phone #)

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(Business Entity Name)

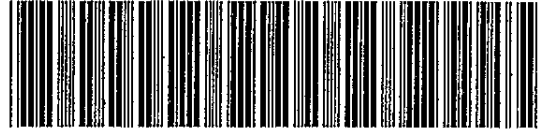
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TALLAHASSEE, FLORIDA

W05-8645
gr

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Florida (satellite) office:
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Cape Coral, Florida 33904
PHONE: (239) 542-8932
FAX: (239) 542-3931

NORMAN T. MUSIAL
MARK N. MUSIAL*
LISA A. MUSIAL*

(*Also admitted to the Florida Bar)

January 17, 2005

VIA OVERNITE MAIL
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

Re: Florida Beach Properties, LLC

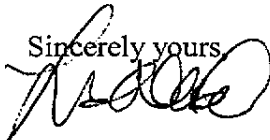
Dear Sir or Madame:

Enclosed please find for filing Articles of Organization for the above limited liability company, along with a check for filing fees and registered agent designation for a total amount of \$125.00.

Kindly return the Articles of Organization to me, once filed and time-stamped, in the self-addressed and prepaid overnight envelope enclosed for your convenience.

If you have any questions, please do not hesitate to call.

Sincerely yours



Lisa A. Musial
LAM:sp
Enclosures

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**ARTICLES OF ORGANIZATION
OF
FLORIDA BEACH 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 - NAME

The name of the limited liability company shall be Florida Beach Properties, LLC, ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 6604 College Park, Clarkston, MI 48346.


ARTICLE III -- DURATION

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

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are: Todd J. Schwartz, 3717 Del Prado Blvd., S., Suite #1, Cape Coral, Florida 33904.

Having been named as registered agent and to accept service of process for the above named limited liability company at the place designated herein, I hereby accept 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 F.S. Chapter 608.



Todd J. Schwartz

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TALLAHASSEE, FLORIDA

ARTICLE V - MANAGEMENT

The company is to be managed by one manager and is, therefore, a manager - managed company.

ARTICLE VI -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VII -- ADDITIONAL CAPITAL CONTRIBUTIONS

If a majority of the Members agree to allow additional members to join as Interest Holders of the company, no additional members shall be required to contribute any additional capital to the company.

ARTICLE VIII -- ADMISSION OF NEW MEMBERS

This company shall be comprised of the Members as listed on Exhibit A, unless otherwise decided by a majority of 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 the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of the managing member, 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 the consent of all the remaining members, provided there are at least two remaining members.

IN WITNESS WHEREOF, the undersigned member or authorized representative has made and subscribed these articles of organization at Cape Coral, Florida, on January 12, 2005.


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TALLAHASSEE, FLORIDA


Martin Liles

(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.)

STATE OF MICHIGAN
COUNTY OF Macomb

Sworn to and subscribed before me this January 12, 2005 by Martin Liles, who is ✓
personally known to me OR produced as identification.


Notary Public:
State of Michigan

GRACE PICCIURRO
NOTARY PUBLIC MACOMB CO. MI
MY COMMISSION EXPIRES
APRIL 13, 2011

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TALLAHASSEE, FLORIDA

**Exhibit A
to
Florida Beach Properties, LLC
Articles of Organization**

Name, Address of Member	Initial Capital Contribution	Percentage Interest
Martin Liles, Managing Member 6604 College Park Clarkston, MI 48346	\$200,000.00	25%
William Borgiel, Member 1150 Julie Ann Dr. Leonard, MI 48367	\$200,000.00	25%
Daniel Cronk, Member 16730 Tower Macomb, MI 48044	\$200,000.00	25%
James Borgiel, Member 2045 H. Eddy Dr. Leonard, MI 48367	\$200,000.00	25%

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