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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: F.M.B. II, 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:

William A. Stetson
(Name of Person)

Fox Wackeen Dungey et al.
(Firm/Company)

P.O. Drawer 6
(Address)

Stuart, FL 34995
(City/State and Zip Code)

For further information concerning this matter, please call:

William A. Stetson at (772) 287-4444
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
(additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy
(additional copy is enclosed)

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
F.M.B. II, LLC
A Florida Limited Liability Company

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PM 12:47

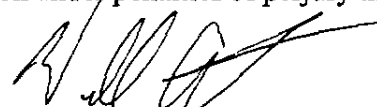
The undersigned, desiring to form a Limited Liability Company under and pursuant to Florida Statute 608, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such Company:

1. Name. The name of this Company shall be: F.M.B. **II, LLC**
2. Address. The mailing address and street address of the principal office of the Limited Liability Company is :

1524 S.W. Egret Way
Palm City, Florida 34990
3. Duration/Continuation. The period of this Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all Members.
4. Purposes. The purpose for which this Company is being formed is to engage in any activities or business permitted for this Company under the laws in the State of Florida.
5. Registered Agent. The address of the registered office of this Limited Liability Company and the agent at said address is:

Richard J. Dungey
Fox, Wackeen, Dungey,
Beard, Sobel & McCluskey, LLP
1100 South Federal Highway
Stuart, Florida 34994

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this ___ day of _____, 2005. In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.



WILLIAM A. STETSON, Authorized
Representative of Member

ACCEPTANCE OF REGISTERED AGENT

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.



Richard J. Dungey
Registered Agent