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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



PAUL STANLEY WEST, P.A.
ATTORNEYS AT LAW

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June 2, 2005

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

Re: BMW Properties of Seminole, LLC
Corporate Filing

To Whom It May Concern:

Please find enclosed the original "*Articles of Organization*" for the above referenced *BMW Properties of Seminole, LLC*. I am also enclosing a total of \$160.00 for the following: a) the requisite filing fee; b) the registered agent fee; and c) the fee to pay for a certified copy of the "*Articles of Organization*"; and d) the fee to pay for one (1) Certificate of Status

I am also enclosing a pre-paid airbill via Airborne DSL for you to return the above referenced certifications. If you need anything further, please don't hesitate to contact our office. Thanks for your help in the filing of this new Limited Liability Company.

Sincerely,

Paul S. West
Attorney At Law

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TALLAHASSEE, FLORIDA

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Articles of Organization of BMW Properties of Seminole, LLC

ARTICLE I - Name, Mailing Address and Principal Place of Business

The name of the Limited Liability Company, organized pursuant to Chapter 608, Florida Statutes, shall be known as *BMW Properties of Seminole, LLC*. The mailing address and street address of the principal office of *BMW Properties of Seminole, LLC* is 600 S. Orlando Ave., Suite 301, Maitland, Florida 32751.

ARTICLE II - Commencement and Duration of Existence

BMW Properties of Seminole, LLC shall exist perpetually from the date of its commencement, which shall be the date of filing these Articles with the Florida Secretary of State, and terminate in the manner provided by law, or as provided in the regulations adopted by the Managing Members.

ARTICLE III - Purposes and Powers

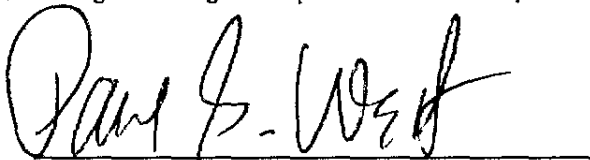
The purpose of *BMW Properties of Seminole, LLC* shall be to own and operate the commercial building located at 801 Douglas Avenue, Altamonte Springs, Florida 32714, and to conduct any other lawful business within the State of Florida. *BMW Properties of Seminole, LLC* shall have all powers now or hereafter granted to Limited Liability Companies under the Florida Statutes.

ARTICLE IV - Registered Agent, Registered Office, and Registered Agent's Signature

The name and the Florida street address of the Registered Agent of *BMW Properties of Seminole, LLC* is:


Paul S. West, Esq.
600 S. Orlando Ave., Suite 301
Maitland, Florida 32751

Having been named as registered agent and to accept service of process for the 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.

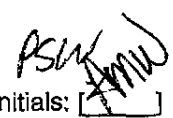


Paul S. West, Registered Agent

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TALLAHASSEE, FLORIDA

Busseys Initials: 

Murdocks Initials: 

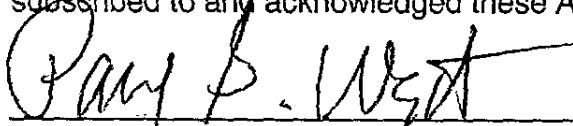
Wests Initials: 

ARTICLE VI – Management

BMW Properties of Seminole, LLC is to be managed initially by one (1) manager. The name and address of the initial manager who is to serve until his successor is elected and qualified is as follows:

Paul S. West, Esq.
600 S. Orlando Ave., Suite 301
Maitland, Florida 32751

The undersigned Incorporator, who is a Managing Member, has executed, subscribed to and acknowledged these Articles of Organization this June 2, 2005



Paul S. West, Incorporator

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TALLAHASSEE, FLORIDA

Busseys Initials: 

Murdocks Initials: 

Wests Initials: 