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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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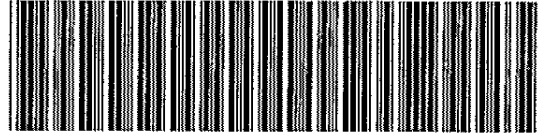
(Business Entity Name)

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TALLAHASSEE, FLORIDA

RAMSBERGER LAW GROUP, P.A.

2959 First Avenue North
St. Petersburg, Florida 33713

Thomas M. Ramsberger, Esquire
E-mail TRamsberger@ramsbergerlaw.com

Telephone (727) 327-1145
Facsimile (727) 323-4936

August 22, 2005

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Beach Resort TI, LLC

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Organization for the above-referenced Florida limited liability company. Also enclosed is a check in the amount of \$125.00 to cover the cost of filing the enclosed Articles of Organization. Please return the enclosed copy indicating that the original has been filed.

Your prompt attention to this matter is greatly appreciated. Should you have any questions regarding the enclosed documents, please feel free to contact this office.

Sincerely,

Pamela Neet Brickley

Pamela Neet Brickley
Paralegal

PNB/pb
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

15 AUG 28 AM 11:00

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ARTICLES OF ORGANIZATION

OF

BEACH RESORT TI, LLC

The undersigned authorized representative of a member hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

Beach Resort TI, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

2840 West Bay Drive, #135
Belleair Bluffs, Florida 33770

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 2959 First Avenue North, St. Petersburg, Florida 33713, and the initial registered agent of the Company at such office shall be Thomas M. Ramsberger. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

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ARTICLE IV

Operating Agreement

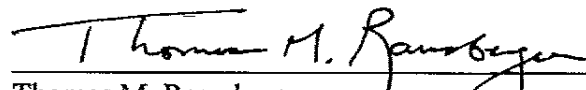
The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE V

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of a member, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.


Thomas M. Ramsberger
Authorized Representative of a Member

05 AUG 23 AM 11:00
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TALLAHASSEE, FLORIDA

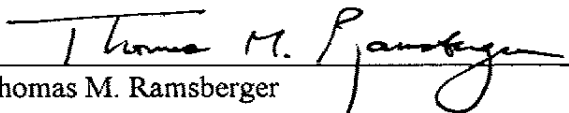
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BEACH RESORT TI, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 19th day of August, 2005.


Thomas M. Ramsberger

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