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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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SECURITY OF THE STATE
TALLAHASSEE, FLORIDA

11/08/05

LIMITED LIABILITY COMPANY

khakee real estate holdings, llc

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11/7/05

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Prepared By & Return To:
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Sanibel, Florida 33957
(239) 472-9082

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(3)
**ARTICLES
OF
ORGANIZATION
KHAKEE REAL ESTATE HOLDINGS, 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 **KHAKEE REAL ESTATE HOLDINGS, LLC**

**ARTICLE II
Address**

The mailing address and the street address of the principal office of the Limited Liability Company is:

Principal Office Address:
12853 BANYAN CREEK DRIVE
FORT MYERS, FL 33908

Mailing Address:
12853 BANYAN CREEK DRIVE
FORT MYERS, FL 33908

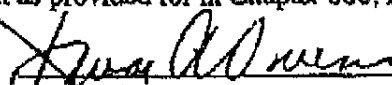
ARTICLE III

Registered Agent, Registered Office, & Registered Agent's Signature

The name and Florida street address of the registered agent is:

David A. Owens
12853 Banyan Creek Drive
Fort Myers, FL 33908

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.


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.

<u>Title</u>	<u>Name and Address</u>
MGRM	1031 Tax Free Strategies, LLC 12853 Banyan Creek Drive Fort Myers, FL 33908

ARTICLE V

Effective Date

The effective date of the beginning of business of this Limited Liability Company shall be the 7th day of November, 2005.

David A. Owens
 David A. Owens, President of Island Financial
 Services, Inc., Managing Member of 1031 Tax
 Free Strategies, LLC, Managing Member of
 KHAKKEE REAL ESTATE HOLDINGS, LLC

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 05 NOV 19
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