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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

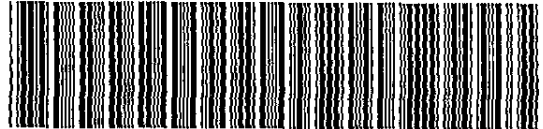
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 27, 2005

THOMAS HILL
1318 LAFAYETTE STREET
CAPE CORAL, FL 33904

SUBJECT: MERCASA HOLDINGS, LLC
Ref. Number: W05000056518

We have received your document for MERCASA HOLDINGS, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e., "I, the undersigned, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 105A00073575

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Mercasa Holdings, LLC

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

Thomas W. Hill
1318 Lafayette Street
Cape Coral, FL 33904

For further information concerning this matter, please call:

Thomas W. Hill at (239) 549-2444

Enclosed is a check in the following amount:

(\$155.00) Filing Fee
(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, FL 32314

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**ARTICLES OF ORGANIZATION
PROPERTIES HOLDING, L.L.C.**

ARTICLE I

The name of this Limited Liability Company shall be: Mercasa Holdings, LLC.

**ARTICLE II
PURPOSE**

This Limited Liability Company is created for the purpose of transacting any and all lawful business of which limited liability companies may be organized under the laws of the State of Florida or of the United States of America, as may be agreed upon by the members.

**ARTICLE III
PLACE OF BUSINESS AND REGISTERD AGENT**

The initial principal place of business and mailing address of this Limited Liability Company shall be 4636 SE 9th Place, #B, Cape Coral, Florida 33904, and such other place or places as the members from time to time may determine.

The initial Registered Agent of the Limited Liability Company shall be Sasha Duffy, 4636 SE 9th Place, #B, Cape Coral, Florida 33904.

**ARTICLE IV
MANAGEMENT OF BUSINESS**

This Limited Liability Company is to be member(s) managed. The initial member(s) and manager(s) are:

Michael O'Brien, 4636 SE 9th Place, #B, Cape Coral, FL 33904

**ARTICLE V
REGULATIONS**

At the time of executing these articles of organization, the members of the Limited Liability Company shall adopt regulations containing all provisions for the regulations and management of this company not inconsistent with the law or these articles.

The power to alter, amend or repeal these regulations shall be vested in the managing member of the company.

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**ARTICLE VI
PROPERTY**

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this Limited Liability Company.

**ARTICLE VII
DISTRIBUTION OF EARNINGS**

The Managing Member of the Company shall have the sole discretion whether to issue earning or retain the same, either in whole or in part. The Managing Member shall not be required to provide a reason for the determination to retain such earnings.

IN WITNESS WHEREOF, the Authorized Member has executed these Articles of Organization on this 13th, day of December, 2005 and acknowledges that in accordance with §608.408(3), Florida Statutes, that the execution of this document constitutes and affirmation under the penalties of perjury that the facts stated herein are true.



Michael O'Brien, Managing Member

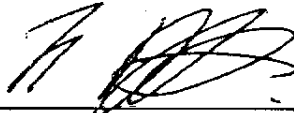
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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Sasha Duffy having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the positions of Registered Agent under the applicable provisions of the Florida Statutes.



Sasha Duffy
Registered Agent

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