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BETH W. MILLER, P. A.

BETH WILLARD MILLER

COUNSELLOR AT LAW

645 VASSAR STREET ORLANDO, FLORIDA 32804

TELEPHONE (407) 246-8092 FAX (407) 246-8093

January 4, 2006

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

OVERNIGHT MAIL

FILE 8:52

RE: Articles of Organization of ESI Properties, LLC

Our File Younes/ESI Properties, LLC

Gentlemen:

Enclosed are the original and one copy of the Articles of Organization of the abovementioned limited liability company, together with our firm's check in the amount of \$155.00 for the following:

(a)	Filing Articles of Organization	\$ 100.00
(b)	Certified copy of Articles	\$ 30.00
(c)	Registration of Registered Agent	<u>\$ 25.00</u>

Total

<u>\$ 155.00</u>

Please send a certified copy of the Articles of Organization to the undersigned.

Thank you.

Sincerely yours,

Beth W. Miller

BWM/ek Enc.



ARTICLE I NAME

The name of this limited liability company (the "Company") shall be ESI Properties, LLC.

ARTICLE II PURPOSE

This limited liability company is created for the purpose of transacting any and all lawful business for 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 REGISTERED AGENT

The initial place of business and mailing address of this limited liability company shall be 9561 Lavill Lane, Windermere, Florida 34786, and such other place or places as the members from time to time may determine.

The initial Registered Agent of the Company shall be Joseph Younes.

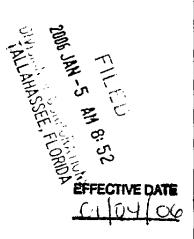
ARTICLE IV MANAGEMENT OF BUSINESS

The Company is to be managed by the members, such that the Company is to be a member managed company.

ARTICLE V REGULATIONS

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

The power to alter, amend or repeal these regulations shall be vested in all the members of the Company.



ARTICLE VI PROPERTY

ME THE STATE OF TH Real or personal property originally brought into or transferred to the Company, or acc the Company, by purchase or otherwise, shall be held and owned, and conveyance shall be me the name of the Company.

ARTICLE VII DISTRIBUTION OF EARNINGS

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

ARTICLE VIII TRANSFERABILITY OF MEMBERS' INTEREST

A member's interest in the Company maybe transferred only with the unanimous written consent of all the remaining members if the transferee intends to become a member. Without this consent, the transferee shall not be entitled to become a member or to participate in the management of the Company, but shall be entitled only to the share of profits, other compensation or return of contributions to which the transferor otherwise would be entitled.

Transferability of members' interests shall be governed by the provisions of § 608.432, Florida Statutes.

ARTICLE XII **NOTICE TO MEMBERS**

All notices to the members of the Company pursuant to these articles shall be deemed effective when given by personal delivery or by certified mail, return receipt requested.

ARTICLE XIII DURATION OF EXISTENCE

The Company's existence shall begin on January 4, 2006, and shall be perpetual.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization on this 4th day of January, 2006.

WITNESSES

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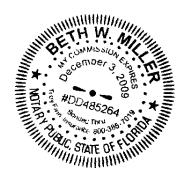
Beth W. Miller

STATE OF FLORIDA

COUNTY OF ORANGE

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I HEREBY CERTIFY that on this 4th day of January, 2006, before me, an officer duly qualified to take acknowledgments, personally appeared Joseph P. Younes, who is personally known to me, and who has executed the foregoing instrument, acknowledged before me that he executed the same, and who did not take an oath.



Beth W. Miller, Notary Public

oanes, Member

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Limited Liability Company at the place designated within the Articles of Organization, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of § 608.415, Florida Statues.

Joseph P. Younes