

LO6000004540

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

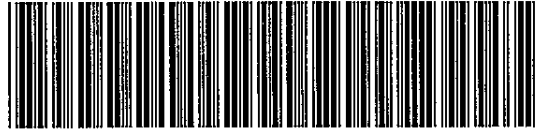
(Business Entity Name)

(Document Number)

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LO6-4540
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Holly M. Mathers
2431 SE Dixie Highway
Stuart, FL 34996
Tel (772) 287-0525
Fax (772) 220-8686

December 6, 2005

To: Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: SM Holdings, LLC

Dear Sir or Madam:

The enclosed Articles of Organization, Certificate of Designation of Registered Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Holly M. Mathers
2431 SE Dixie Highway
Stuart, FL 34996

For further information concerning this matter, please call Holly Mathers at (772) 287-0525.

Enclosed is a check payable to the Florida Department of State in the amount of \$160.00, representing the filing fee, a certificate of status and certified copy. I have also enclosed an additional copy for certification.

Thank you.

Sincerely,


Holly M. Mathers
enclosure

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 19, 2005

HOLLY MATHERS
2431 SE DIXIE HIGHWAY
STUART, FL 34996

SUBJECT: 5M HOLDINGS, LLC
Ref. Number: W05000055610

We have received your document for 5M HOLDINGS, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or 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: 405A00072582

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*Holly M. Mathers
2431 SE Dixie Highway
Stuart, FL 34996
Tel (772) 287-0525
Fax (772) 220-8686*

January 9, 2005

To: Ms. Tammi Cline, Document Specialist
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: 5M Holdings, LLC
Letter Number: 405A00072582

Dear Ms. Cline:

Pursuant to your letter dated December 19, 2005, enclosed is my revised Articles of Organization. I have also enclosed an additional copy for certification.

Please return all correspondence concerning this matter to the following:

Holly M. Mathers
2431 SE Dixie Highway
Stuart, FL 34996

For further information concerning this matter, please call Holly Mathers at (772) 287-0525.

Thank you.

Sincerely,



Holly M. Mathers
enclosures

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**ARTICLES OF ORGANIZATION
OF
5M HOLDINGS LLC**

The undersigned, as Organizer, for the purpose of forming a limited liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I – NAME

The name of the Limited Liability Company shall be 5M HOLDINGS, LLC, hereinafter referred to as the “Company”.

ARTICLE II – ADDRESS

The mailing address and initial street address of the principal office of the Company shall initially be 2341 SE Dixie Highway, Stuart, Florida 34996.

ARTICLE III – DURATION

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Department of State. The Company’s existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization, or by other regulation.

ARTICLE IV – BUSINESS PURPOSE

Section 1. This Company is organized for the purpose of engaging in all lawful businesses permitted to a limited liability company organized under the Florida Liability Company Act, as in effect from time to time, including but not limited to the following purposes:

- (a) To construct, erect, repair, and remodel buildings and structures of all types for itself and others and to manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise, personal property and services of every class, kind and description;
- (b) To act as a broker of real and/or personal properties, agent or factor for any person, firm or corporation;

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- (c) To purchase, lease, or otherwise acquire real and personal property and leaseholds thereof and interests therein; and to own, hold, manage, develop, improve, equip, maintain and operate and to sell, convey, exchange, lease or otherwise alienate and dispose of and to mortgage, pledge or otherwise encumber any and all such property and any and all legal and equitable rights thereunder and interests therein.
- (d) To borrow or raise money for any of the purposes of the Company and from time to time without limit as to amount to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and nonnegotiable instruments and evidences of indebtedness; and to secure payment thereof of any interest therein by mortgage, pledge, creation of a security interest, conveyance or other assignment in trust, in whole or in part of the assets of the Company, real, personal or mixed, including contract rights, whether at the time owned or thereafter acquired.
- (e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of or any bonds, security or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government; and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (f) To enter into, make, perform, and carry out contracts and arrangements of every sort and kind which may be necessary or convenient for the business of the Company or business of a similar nature with any person, firm, corporation, association or syndicate or any private, public or municipal body existing under the government of the United States or any state, territory, colony or dependency thereof or foreign government so far as or to the extent that the same may be done or performed pursuant to law.
- (g) To enter into or become a partner in any agreement for sharing profits, union of interests, cooperation, joint venture or otherwise with any person, firm or corporation now carrying on or about to carry on any business which this Company has the direct or incidental authority to pursue.
- (h) In general, to do any and all of the acts and things herein set forth to the same extent as natural persons could do and in any part of the world as principal, factor, agent, contractor, broker or otherwise, either alone or in company with any entity or individual; to establish one or more offices, both within the State of Florida and any part of the world, at which meetings of directors may be held and all or any part of the corporation's business may be conducted; and to exercise all or any of

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its corporate powers or rights in the State of Florida and in any and all other states, territories, districts, dependencies, colonies or possessions in the United States of America and in any foreign countries.

- (i) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth and to do every other act and thing incidental thereto or connected therewith, to the extent permitted by law.

ARTICLE V – REGISTERED OFFICE AND AGENT

The name and address of the Registered Agent of the Company in the State of Florida is Holly M. Mathers, 2431 SE Dixie Highway, Stuart, Florida 34996.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the majority consent of all the members.

ARTICLE VII – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the written consent of the majority of the membership units of the Company and on such terms and conditions as shall be determined by a majority of the membership units. A member may transfer an interest in the Company as set forth in the regulations of the Company, which shall provide for the consent of the other members. The transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless a majority of the other members of the Company other than the member proposing to dispose of his interest approve of the proposed transfer by written consent.

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ARTICLE VIII – MANAGEMENT

The Company shall be managed by one or more Managers in accordance with regulations adopted by the members of the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. A Manager need not be a member of the Company. Non-members may serve as managers of the Company. The name and address of the initial Managers of the Company is:

NAME	ADDRESS
Mary H. Mathers	2431 SE Dixie Highway, Stuart, FL 34996
Holly M. Mathers	2431 SE Dixie Highway, Stuart, FL 34996

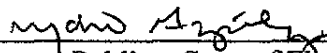
IN WITNESS WHEREOF, the undersigned as a Member of this Company has made and subscribed these Articles of Organization at Stuart, Martin County, Florida on this 9th day of January, 2006.



Holly M. Mathers
As a Member

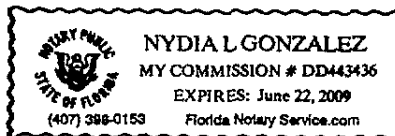
STATE OF FLORIDA
COUNTY OF MARTIN

Sworn to (or affirmed) and subscribed before me this 9 day of January, 2006, by Holly M. Mathers, who is personally known to me.



Notary Public – State of Florida

(SEAL)



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