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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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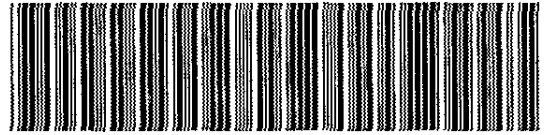
(Business Entity Name)

(Document Number)

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: 16150 BURNT STORE OWNERS, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOSEPH L. BRASILE, ESQ.

(Name of Person)

ROSENBERG & ESTIS, P.C.

(Firm/Company)

733 THIRD AVENUE

(Address)

NEW YORK, NEW YORK 10017

(City/State and Zip Code)

For further information concerning this matter, please call:

JOSEPH L. BRASILE, ESQ.

(Name of Person)

at (212) 867-6000

(Area Code & Daytime Telephone Number)

Street Address

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399
(850) 245-6051

Mailing Address

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314
(850) 245-6051

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: **16150 BURNT STORE OWNERS, LLC**

ARTICLE II - Address:

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

Principal Office Address:

3270 South Shore Drive, Unit 74C
Punta Gorda, Florida 33955

Mailing Address:

3270 South Shore Drive, Unit 74C
Punta Gorda, Florida 33955

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

FRANCES LEONG

Name

3270 SOUTH SHORE DR., UNIT 74C

Florida street address (P.O. Box NOT acceptable)

PUNTA GORDA, FL 33955

City, State, and Zip

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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.

Frances Leong, by Leslie Leong, Attorney-in-fact
FRANCES LEONG, by Leslie Leong, Attorney-in-Fact
Registered Agent's Signature

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title: Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

FRANCES LEONG - MGRM
3270 South Shore Drive,
Unit 74C
Punta Gorda, Florida 33955

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:

Frances Leong, by Leslie Leong, Attorney-in-Fact
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FRANCES LEONG, by Leslie Leong, Attorney-in-Fact
Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

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KNOW ALL MEN BY THESE PRESENTS, That I, FRANCES LEONG, hereby constitute and appoint, and by these presents do make, constitute and appoint, each of the following members of my family, my husband, SOON Y LEONG, my son, LESLIE D. LEONG and my son, ROLAND LEONG, as my true and lawful attorneys for me and in my name, place and stead to ask, demand, sue for, collect and receive all sums of money, dividends, interest, payments on account of debts and legacies and all property now due or which may hereafter become due and owing to me, and give good and valid receipts and discharges for such payments; to buy, sell, transfer and exchange stocks, bonds, and other securities; to manage real property, to sell, convey and mortgage real property, to foreclose mortgages, to take title to property in my name if my said attorney-in-facts think proper, and to execute, acknowledge and deliver deeds of real property, mortgages, releases, satisfactions and other instruments relating to realty; to place and effect insurance; to do business with banks, and particularly to endorse all checks and drafts made payable to my order and collect the proceeds; to sign in my name checks on all accounts standing in my name as my attorney-in-facts; to make such payments and expenditures as may be necessary in connection with any of the foregoing matters or with the administration of my affairs. This durable family Power of Attorney shall not be affected by my disability except as provided by Statute. The power conferred on said attorney-in-facts by this instrument shall be exercisable from the date hereof, notwithstanding a later disability or incapacity on my part, unless otherwise provided by the Statutes of the State of Florida.

All acts done by my said attorney-in-facts pursuant to the power conferred during any period of my disability or incompetence, shall have the same effect and inure to the benefit of and bind me or my heirs, devisees, and personal representatives, as if I were competent and not disabled.

This durable family Power of Attorney shall be nondelegable and shall be valid until such time as I shall die, revoke this Power of Attorney, or be judged incompetent.

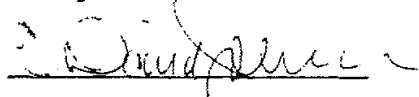
Giving and granting unto SOON Y LEONG, LESLIE D. LEONG and ROLAND LEONG, my said attorneys, full power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully, to all intents and purposes, as I might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that my said attorney or a substitute shall lawfully do or cause to be done pursuant to this Power of Attorney.

This Power of Attorney may be executed by any one of the three (3) appointed operating alone.

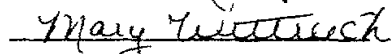
The use of the singular shall include the plural, and the plural the singular; the use of any gender shall include all genders.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the 20th day of March, in the year one thousand nine hundred and eighty-six.

Sealed and Delivered in the presence of:



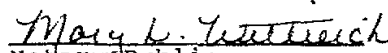
 (SEAL)
FRANCES LEONG



STATE OF FLORIDA:
COUNTY OF CHARLOTTE:

The foregoing instrument was acknowledged before me this 20th day of March, 1986, by FRANCES LEONG.

This Instrument Was Prepared By
E. DAVID JOHNSON
Attorney at Law
131 Taylor St., Punta Gorda, Fla. 33950


Notary Public
My commission expires:

Notary Public, State of Florida
My Commission Expires April 1, 1987
Bonded thru Tico Fain Insurance, Inc.