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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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GLEN C. ABBOTT

ATTORNEY AT LAW

P.O. Box 2019
Crystal River, FL 34423

Phone: (352)795-5699
Fax: (352)795-0432

July 13, 2007

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Ashley Investments, LLC

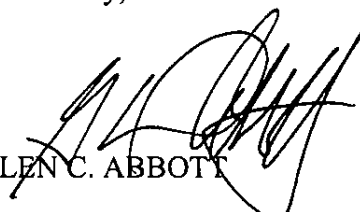
To Whom It May Concern:

Please file the enclosed Articles of Organization of Ashley Investments LLC, a Florida Limited Liability Company and send a certified copy of the Articles to this office after they are filed.

We have enclosed our check in the amount of \$155.00 for the filing fee and cost of the certified copy.

Thank you.

Yours truly,


GLEN C. ABBOTT

GCA/nc
Enc.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 16, 2007

GLEN C. ABBOTT
109 NE 4TH STREET
CRYSTAL RIVER, FL 34429

SUBJECT: ASHLEY INVESTMENTS, LLC
Ref. Number: W07000033808

We have received your document for ASHLEY INVESTMENTS, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

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) 245-6967.

Leslie Sellers
Document Specialist

Letter Number: 107A00044898



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 31, 2007

GLEN C. ABBOTT
P.O. BOX 2019
CRYSTAL RIVER, FL 34423-2019

SUBJECT: ASHLEY CAPITAL PARTNERS, LLC
Ref. Number: W07000036923

We have received your document for ASHLEY CAPITAL PARTNERS, LLC, however, upon receipt of your document no check was enclosed. Please return your **document** along with a **check** or **money order** made payable to the Department of State for \$125.00.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

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) 245-6967.

Leslie Sellers
Document Specialist

Letter Number: 607A00047428

GLEN C. ABBOTT
ATTORNEY AT LAW

P.O. Box 2019
Crystal River, FL 34423

Phone: (352)795-5699
Fax: (352)795-0432

July 27, 2007

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

ATTN: LESLIE SELLERS

Re: Ashley Investments, LLC/Document # W07000033808

Dear Ms. Sellers:

The Articles filed on behalf of Ashley Investments, LLC were rejected do the there being another entity with that name.

We have prepared new Articles of Organization with the name Ashley Capital Partners, LLC and would appreciate these Articles being filed and returned to this office.

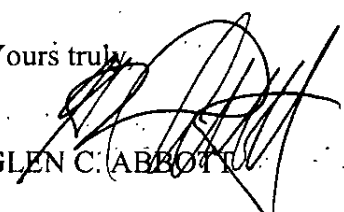
We previously paid \$155 for the filing of the articles and cost of a certified copy when we submitted the LLC in the name of Ashley Investments, LLC.

It is my understanding that those fees will be applied to the filing of the enclosed Articles.

If you have any questions or need anything further from us, please call me at the above number.

Thank you for your assistance.

Yours truly,


GLEN C. ABBOTT

GCA/nc

Enc. 1

**GLEN C. ABBOTT
ATTORNEY AT LAW**

Phone: (352) 795-5699

Fax: (352) 795-0432

P. O. Box 2019
Crystal River, FL 34423-2019

Date: August 1, 2007

Fax To: Leslie Sellers

Fax #: 850-245-6030

From: GLEN C. ABBOTT/Nancy Clemons

Re: Original filing of Ashley Investments, LLC

Leslie:

Per our telephone conversation a few minutes ago, attached are copies of the letter I sent along with the filing of Articles for Ashley Capital Partners, LLC. Since the articles for Ashley Investments, LLC were rejected due to there being another LLC with the same name.

The filing fee and fee for a certified copy were paid when Ashley Investments, LLC articles were sent for filing.

I hope you will now be able to process the filing of Ashley Capital Partners, LLC. If you need anything else to complete this filing, please call me at 352/795-5699.

(I still have not received the letter rejecting the Ashley Investments, LLC articles.)

Thank you.

Nancy Clemons
Paralegal to Glen C. Abbott

Pages Including Cover Sheet: 4

IF YOU DO NOT RECEIVE ALL OF THE PAGES, PLEASE CALL US AT
352/795-5699

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CONFIDENTIAL. IT IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED
ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY
NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS
STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE
NOTIFY US IMMEDIATELY BY TELEPHONE COLLECT AND RETURN THE ORIGINAL MESSAGE TO
US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. WE WILL REIMBURSE YOU FOR THE
POSTAGE. THANK YOU

109 N.E. 4th Street, Crystal River, FL 34429

**ARTICLES OF ORGANIZATION
ASHLEY CAPITAL PARTNERS, LLC
A LIMITED LIABILITY COMPANY
(Pursuant to Chapter 608, Florida Statutes)**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I
NAME OF COMPANY**

The name of the Limited Liability Company is ASHLEY CAPITAL PARTNERS, LLC.

**ARTICLE II
PURPOSE**

The purpose of this limited liability company is real estate investments and/or sales and may also include the transaction of any and all lawful business for which limited liability companies may be organized in the State of Florida.

**ARTICLE III
PRINCIPAL OFFICE**

The street and mailing address of the principal office of the limited liability company is 3441 Honey Locust Drive, Beverly Hills, Florida, 34465.

**ARTICLE IV
MANAGEMENT**

The limited liability company is to be managed by one or more of its members and is, therefore, a member-managed company.

**ARTICLE V
REGISTERED AGENT, REGISTERED OFFICE
And REGISTERED AGENT'S SIGNATURE**

The name and Florida street address of the initial Registered Agent for service of process on the Company in the State of Florida is:

Richard Silva
3441 Honey Locust Drive
Beverly Hills, Florida 34465

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

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TALLAHASSEE, FLORIDA

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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, Florida Statutes.


RICHARD SILVA

ARTICLE VI EFFECTIVE DATE

The effective date of the limited liability company shall be the date of filing.

ARTICLE VII DURATION

The Company shall have perpetual duration beginning on the date these Articles of Organization are filed by the Florida Department of State, or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

ARTICLE VIII OPERATING AGREEMENT

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Company must be in writing and signed by all of the Members.

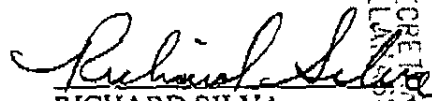
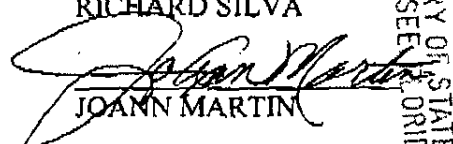
ARTICLE IX OFFICERS

The initial officers of the limited liability company shall be as follows:

President:	Richard Silva
Vice President/Secretary/Treasurer:	JoAnn Martin

who shall hold such offices until his successors are named and qualified at the first annual meeting of the limited liability company.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be my act this 19th day of July, 2007.


RICHARD SILVA

JOANN MARTIN

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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