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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LAW OFFICES OF JOHN GALLETTA JR., P.L.L.C.

August 2, 2007

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

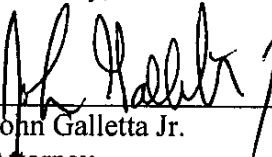
Re: Beachside Sales SA, LLC

Gentlemen:

Enclosed herewith are the original and one (1) copy of Articles of Organization for the above referenced Limited Liability Company, together with my check in the amount of \$125.00 for the filing fee.

Please return one copy of the Articles of Organization together with all correspondence concerning this matter to this office. For further information concerning this matter, please do not hesitate to call me.

Sincerely,



John Galletta Jr.
Attorney

JG/ep

Enclosures

**ARTICLES OF ORGANIZATION
OF
BEACHSIDE SALES SA, LLC.**

ARTICLE I - NAME

The name of the limited liability company is BEACHSIDE SALES SA, LLC., ("company").

ARTICLE II - ADDRESS

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

Principal Office Address:

1409 US 1 North
St. Augustine, Florida 32084

Mailing Address:

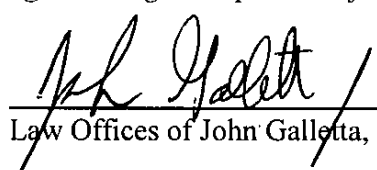
1409 US 1 North
St. Augustine, Florida 32084

**ARTICLE III - REGISTERED AGENT,
REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE**

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

Law Offices of John Galletta, Jr., P.L.
5431 A1A S., #101
St. Augustine, Florida 32080

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..



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ARTICLE IV - MANAGERS OR MANAGING MEMBERS

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

<u>Title:</u>	<u>Name and Address:</u>
"MGR" = Manager	
"MGMR" = Managing Member	
 MGMR	 Joseph R. Latona 96 Maressa Road St. Augustine Florida 32095
 MGMR	 Phillip Z. Freedman 348 Village Drive St. Augustine, Florida 32084

ARTICLE V – CONTINUATION OF BUSINESS

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

ARTICLE VI - INDEMNIFICATION

To the greatest extent not inconsistent with the laws and public policies of Florida the Company will indemnify, as a matter of right, any Member made a party to any proceeding because he or she is or was a Member, against all liability incurred by such individual in connection with any proceeding; provided that such individual has met the standard of conduct for indemnification set forth under Florida law

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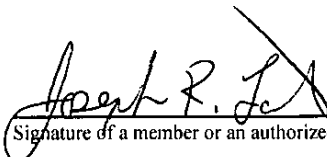
ARTICLE VII – PURPOSE

The purpose this Company is organized is for any and all lawful business.

ARTICLE VIII – ADDITIONAL PROVISIONS

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the members.

REQUIRED SIGNATURE:

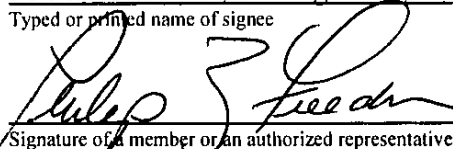


Signature of a member or an authorized representative of a member.

(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.)

Joseph R. Latona
96 Maressa Road, St. Augustine, Florida 32095

Typed or printed name of signee



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.)

Philip Z. Freedman
348 Village Drive, St. Augustine, Florida 32084

Typed or printed name of signee