

PHILIP TATICH
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ATTORNEY AND COUNSELLOR AT LAW
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October 22, 2007

1151 NORTH ORANGE AVENUE
WINTER PARK, FLORIDA 32789

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **Sandy Feet Beach Retreat, LLC**

Gentlemen:

Enclosed are two (2) executed counterparts of the *Articles of Organization* of the referenced limited liability company, together with a check in the amount of \$155.00 to cover the following fees:

Filing Fee	\$100.00
Certified Copy	30.00
Registered Agent Designation	<u>25.00</u>
Total	<u>\$155.00</u>

The certified copy of the *Articles of Organization* should be returned to the undersigned.

Very truly yours,


Philip Tatich

PT/ddh

Enclosures

cc: Howard A. Schieferdecker

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
SANDY FEET BEACH RETREAT, LLC**

The undersigned, desiring to form a limited liability company under and by virtue of the laws of the State of Florida and specifically pursuant to the provisions of Chapter 608, *Florida Statutes (2007)*, does hereby execute these *Articles of Organization*.

**ARTICLE I
NAME AND PRINCIPAL OFFICE**

The name of the Company shall be **SANDY FEET BEACH RETREAT, LLC** and its principal office and mailing address shall be 1151 North Orange Avenue, Winter Park Florida, 32789.

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TALLAHASSEE, FLORIDA

**ARTICLE II
REGISTERED AGENT**

The name and street address of the initial registered agent and registered office of this Company shall be **PHILIP TATICH**, 1151 North Orange Avenue, Winter Park, Florida, 32789.

**ARTICLE III
COMMENCEMENT DATE AND TERM OF EXISTENCE**

This Company shall have perpetual existence which shall commence upon the subscription and acknowledgment of these Articles of Organization.

**ARTICLE IV
MANAGEMENT OF THE COMPANY**

This Company is to be managed by one or more managers and is, therefore, a manager-managed company. The Initial Managers of the Company shall be **HOWARD A. SCHIEFERDECKER** and **JOLENE P. SCHIEFERDECKER**.

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted in the manner set forth in the Operating Agreement of this Company.

ARTICLE VI
CONTINUATION OF BUSINESS

The remaining Members of this Company shall have the right to continue its business upon 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.

ARTICLE VII
PURPOSE

The Company's business and purpose shall consist solely of the acquisition, ownership, operation, maintenance and management of that certain real property commonly known as Unit 506, The Dunes at Minorca - Phase I, located in Volusia County, Florida (the "Property"), and such activities as are necessary, incidental or appropriate in connection with the ownership and operation of the Property.

ARTICLE VIII
TITLE TO COMPANY PROPERTY

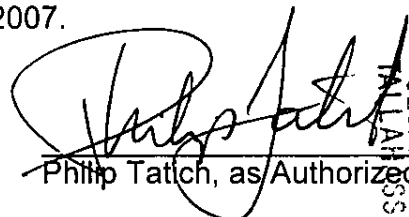
All property owned by the Company shall be owned by the Company as an entity and, insofar as permitted by applicable law, no Member shall have any ownership interest in any Company property in its individual name or right, and each Member's Membership Interest shall be personal property for all purposes.

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**ARTICLE IX
GOVERNING PROVISIONS**

In the event of any conflicts between the terms and conditions of these Articles of Organization and the Company's Operating Agreement or similar organizational documents, the terms and conditions of these Articles of Organization shall govern, but only to the extent of any such conflicts.

IN WITNESS WHEREOF, the undersigned has executed these *Articles of Organization* as of the 22nd day of October, 2007.

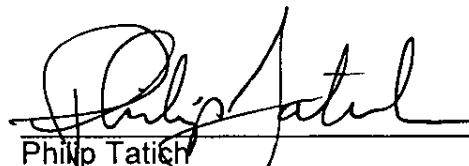

Philip Tatich, as Authorized Agent

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as the Registered Agent in the foregoing *Articles of Organization of Sandy Feet Beach Retreat, LLC*, a Florida limited liability company, does hereby accept such designation and agrees to comply with the requirements of law incident thereto.


Philip Tatich
1151 North Orange Avenue
Winter Park, Florida 32789