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EXAMINER

Thomas G. Eckerty

ATTORNEY AT LAW 12734 KENWOOD LANE, SUITE 89 FORT MYERS, FLORIDA 33907-5638

> 239-936-8338 FAX: 239-936-2988

E-MAIL: thomaseckerty@embargmail.com

December 1, 2009

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

RE: B + B Properties of Fort Myers Beach, LLC

Dear Sir or Madam.

Enclosed please find two (2) executed, original Articles of Organization for the following new entity: "B + B Properties of Fort Myers Beach, LLC" which I need filed as soon as possible. I have also enclosed herewith my check in the amount of \$155.00 to cover the costs of filing and the Registered Agent fee, as well as the cost for a certified copy, for this new LLC. Please file this document on my behalf and return the duplicate original to my office, along with any other documentation regarding the filing of these Articles, in the enclosed self-addressed, stamped envelope. Please fax me a copy of the filing information when it is complete.

If you have any questions in regard to this matter, or if you need any additional information in order to process the registration of this new LLC, please contact my office upon your receipt hereof. Thank you for your attention and cooperation in this request.

very truly yours

Thomas G. Eckerty

TGE/ees

Enclosures

ARTICLES OF ORGANIZATION OF

B + B PROPERTIES OF FORT MYERS BEACH, LLC

ARTICLE I Name and Address

The name of the limited liability company shall be **B + B PROPERTIES OF FORT MYERS BEACH, LLC**. The mailing and street address of the principal office of the limited liability company is: 21050 St. Peters Drive, Fort Myers Beach, Florida 33931.

ARTICLE II Duration

This limited liability company shall be perpetual.

ARTICLE III Purpose

This limited liability company is created for the purpose of transacting the business of purchasing, selling and the leasing of real property, and such other business as may be agreed upon by the members.

ARTICLE IV Designation of Registered Agent and Certificate of Acceptance

The name and address of the Registered Agent and office of the limited liability company shall be Thomas G. Eckerty, Esquire, 12734 Kenwood Lane, Suite 89, Fort Myers, Florida 33907.

I, Thomas G. Eckerty, Esquire, 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.

Thomas G. Eckerty, Esquire

ARTICLE V Contributions to Capital

The initial capital of this limited liability company shall consist of the sum of One Thousand (\$1,000.00), which will be contributed by the members in the following amount:

Gregory J. Boyd

\$ 500.00

Madeline M. Boyd

\$ 500.00

No member shall be entitled to receive interest on his contribution to capital.

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ARTICLE VI Management

Each member shall appoint a manager, which managers will act jointly as the co-managers for this limited liability company. The managers shall conduct the business of the limited liability company on behalf of the members, pursuant to specific agreements and conditions set forth in the Operating Agreement, and in the regulations of the limited liability company, which are incorporated herein by reference. The managers shall be selected annually by the members, in accordance to said Operating Agreement. By their signatures hereon, the members appoint the following individuals as the initial managers:

Members

Managers

Gregory J. Boyd

Gregory J. Boyd

Madeline M. Boyd

Madeline M. Boyd

The managers may designate an operating manager to oversee the day to day affairs of the limited liability company. The initial operating manager shall be: Gregory J. Boyd.

ARTICLE VII Property

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase, or otherwise, shall be held and owned, and conveyance shall be made in the name of this limited liability company.

ARTICLE VIII Meeting of Members

Annual meetings of the members shall be held without call or notice within thirty (30) days after the close of the company's fiscal year at times and places selected by the members. Special meetings may be called by any member at any time after the giving of thirty (30) days notice to the other members. Notice of special meetings shall be by an actual notice in person or by telephone to each member. Attendance at a meeting constitutes a waiver of notice unless the member protests the lack of notice to him.

Minutes shall be kept of all regular and special meetings.

ARTICLE IX Transferability of Members' Interest

Transferability of members' interests shall be governed by the provisions of Florida Statues 608.432.

ARTICLE X Profit and Loss

Profits and losses generated by the business of this company shall be passed through to the member pursuant to the Operating Agreement which is incorporated herein by reference.

ARTICLE XI Additional Members

The members shall have the right to admit additional members upon terms and conditions unanimously voted on and agreed upon.

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ARTICLE XII Withdrawal, Retirement, Death, Bankruptcy or Expulsion

In the event of withdrawal, retirement, death, bankruptcy or expulsion of a member, the remaining member, or members, shall have the right to continue the business of this limited liability company, pursuant to the applicable provisions of the Operating Agreement and the regulations.

ARTICLE XIII Dissolution and Liquidation

Dissolution and liquidation of this limited liability company shall be pursuant to Florida Statute 608.441-448. and the Operating Agreement which is incorporated herein by reference; however, the remaining member or members shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event that terminates the continued membership of a member in the company.

ARTICLE XIV Notice to Members

All notices to the members of this limited liability company, pursuant to these Articles, shall be deemed effective when given by personal delivery, or by certified mail, return receipt requested.

The undersigned executed these Articles of Organization, effective as of December 1, 2001 in accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under penalties of perjury that the facts stated herein are true