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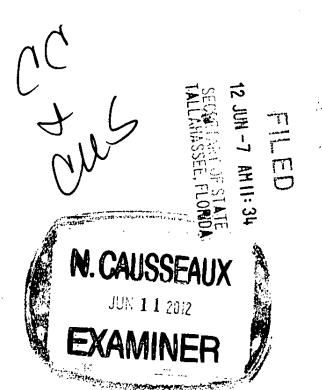
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COVER LETTER

Registration Section
Division of Corporations

SUBJECT: SEA TURTLE BAYSIDE MOTEL & APARTMENTS, 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: | |
| SCOTT FACCHETTI, EA | • |
| Name of Person | |
| FACCHETTI & FACCHETTI, LTD Firm/Company | • |
| Firm/Company | <u> </u> |
| 16 KENDRICK RD, SUITE 7 | |
| Address | |
| WAREHAM, MA 02571 City/State and Zip Code | |
| mary@facchetti.net | |
| E-mail address: (to be used for future annual report notification) | |
| For further information concerning this matter, please call: | |
| SCOTT FACCHETTI at (508) 295-6633 | |
| Name of Person Area Code & Daytime Telephone Number | |
| Enclosed is a check for the following amount: | |
| 125.00 Filing Fee \$\ \text{S130.00 Filing Fee & Certificate of Status}\$\$ 155.00 Filing Fee & Certificate of Status \$\ \text{Certified Copy (additional copy is enclosed)}\$\$ Certified Copy (additional copy is enclosed) | |
| Mailing Address Street/Courier Address | |
| Registration Section Registration Section Division of Corporations Division of Corporations | |

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

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

SEA TURTLE BAYSIDE MOTEL & APARTMENTS, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

12901 PELICAN LANE

MADEIRA BEACH, FL 33708-4600

12901 PELICAN LANE MADEIRA BEACH, FL 33708-4600

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

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

KATHLEEN PANAGIOTOPOULOS

Name

12901 PELICAN LANE

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

MADEIRA BEACH.

_{FL} 33708-4600

City, State, and Zip

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..

(CONTINUED)

Page 1 of 2

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

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

| <u>Title:</u> "MGR" = Manager | Name and Address: |
|--|---|
| "MGRM" = Managing Membe | r . |
| MGRM | KATHLEEN PANAGIOTOPOULOS |
| - · · · · · · · · · · · · · · · · · · · | 12901 PELICAN LANE |
| • | MADEIRA BEACH, FL 33708-4600 |
| MGR | LORRAINE ANDERSON |
| | 915 FICKLEN ROAD |
| | FALMOUTH, VA 22405-2103 |
| MGR | JANNETTE MARTIN |
| | 3 BROWNS LANE |
| | FREDRICKSBURG, VA 22401 |
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| (Use attachment if necessary) | |
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| | an the date of filing: UPON FILING (OPTIONAL) |
| to or 90 days after the date of filing.) | nust be specific and cannot be more than five business days prior |
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| REQUIRED SIGNATURE: | |

(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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

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

KATHLEEN PANAGIOTOPOULOS

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

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