

MAY, 6, 1999 2:29PM
Division of Corporations

HARLLEE PORGES

NO. 9672 P. 1/5

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Division of Corporations
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Account Number : 076077002227
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LIMITED LIABILITY COMPANY

Bermuda Bay Townhouse Rentals L.L.C.

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ARTICLES OF ORGANIZATION
OF
BERMUDA BAY TOWNHOUSE RENTALS L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

ARTICLE I. NAME

The name of this company shall be BERMUDA BAY TOWNHOUSE RENTALS L.L.C.; and shall be referred to herein as "the Company" or "this Company."

ARTICLE II. DURATION/CONTINUATION

The period of this company's duration shall be until December 15, 2050, unless terminated sooner by the unanimous written agreement of all of the members.

ARTICLE III. MAILING AND STREET ADDRESS

The mailing address and the street address for the Company is 1427 Gulf Drive North, Bradenton Beach, Florida 34217.

ARTICLE IV. REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office for this Company is as follows:

Joseph L. Najmy, Esq.
Fla. Bar No. 0847283
Harlee, Porges, et al.
1205 Manatee Avenue West
Bradenton, Florida 34205
(941) 748-3770

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James J. Burke
1427 Gulf Drive North
Bradenton Beach, Florida 34217

ARTICLE V.
ADMISSION OF ADDITIONAL MEMBERS AND
TERMS AND CONDITIONS OF SUCH ADMISSIONS

Additional Members may be admitted by the unanimous consent of the existing Members of this Company.

ARTICLE VI. CONTINUATION OF COMPANY

Unless otherwise limited by Florida law, the remaining members shall continue the operation of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or on the occurrence of any other event which terminates the continued membership of a member in the Company.

ARTICLE VII. MANAGEMENT OF COMPANY

The business of the Company shall be managed by James J. Burke and Mary Lou Burke, the addresses of whom are shown below. James J. Burke and Mary Lou Burke shall serve as the managers until the first annual meeting of the Members or until their successors are elected and qualify:

Mary Lou Burke
1427 Gulf Drive North
Bradenton Beach, FL 34217


James J. Burke
1427 Gulf Drive North
Bradenton Beach, FL 34217

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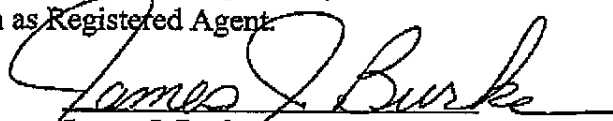
IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization

on this 6th day of May, 1999.


James J. Burke

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.


James J. Burke

STATE OF FLORIDA
COUNTY OF MANATEE

On May 6th, 1999, James J. Burke, designated above as the individual who shall serve as this corporation's Registered Agent, who is personally known to me and who did not take an oath personally appeared before me and signed these Articles of Organization.



Helen Harrington
MY COMMISSION # CC786392 EXPIRES
December 29, 2002
BONDED THRU TROY FARM INSURANCE INC.


Notary Public, State of Florida

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AFFIDAVIT OF CONTRIBUTIONS

COUNTY OF MANATEE:
STATE OF FLORIDA:

Comes now JAMES J. BURKE, first being duly sworn before the subscribing authority does swear and affirm under penalty of perjury that:

I. The initial members of BERMUDA BAY TOWNHOUSE RENTALS L.L.C., a Florida Limited Liability Company ("Company") are listed below. The Company has at least one (1) member.

- | | | |
|----|------------------------|--------------------------------|
| 1. | Name: | James J. Burke |
| | Address: | 1427 Gulf Drive North |
| | City, State, Zip Code: | Bradenton Beach, Florida 34217 |
| 2. | Name: | Mary Lou Burke |
| | Address: | 1427 Gulf Drive North |
| | City, State, Zip Code: | Bradenton Beach, Florida 34217 |

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II. The initial Member has made an initial capital contribution to the Company in the amount of \$1,000.00, and future contributions are unknown at this time, but are anticipated to be \$ 100,000.00. The agreed value of property other than cash contributed by Member(s) is zero.

III. This affidavit is given for the sole purpose of satisfying Florida law and is to be relied upon for that purpose.


FURTHER affiant sayeth naught


JAMES J. BURKE

The foregoing instrument was sworn and acknowledged before me this 6th day of May, 1999, by JAMES J. BURKE, who is personally known to me.



Helen Harrington
MY COMMISSION # CC786392 EXPIRES
December 29, 2002
BONDED THRU TROY FARM INSURANCE, INC.


Notary Public

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