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June 26, 2002

L020 000016278

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

500006063895--9
-06/27/02--01042--001
****125.00 ****125.00

Re: **KENNEDY APARTMENTS, LLC.**

Dear Sir or Madam:

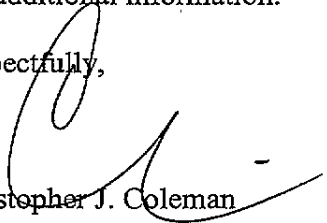
In connection with the above-referenced corporation, enclosed please find the following:

- Original and one (1) copy of the Articles of Organization.

Also enclosed is the filing fee of \$125.00 made payable to the Secretary of State and \$20.00 check payable to UCC Services for your services. Please file the above document upon receipt and forward a copy to the undersigned via regular mail along with your receipt for services rendered.

Thank you for your assistance in this regard, and please contact me immediately if you require any additional information.

Respectfully,


Christopher J. Coleman
Enclosure

APPROVED
FILED
02 JUN 27 AM 9:49
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

JB
6-28-02

ARTICLES OF ORGANIZATION

OF

KENNEDY APARTMENTS, LLC.

ARTICLE I - NAME

The name of this Limited Liability Company is KENNEDY APARTMENTS, LLC.

ARTICLE II – DURATION

The Company shall commence upon the execution of these Articles and shall perpetually exist.

ARTICLE III- PURPOSE

The purpose of the Company is to engage in any lawful business activity that is not prohibited with respect to the limited liability company organized according to the law of the State of Florida.

ARTICLE IV-ADDRESS

The mailing address and street address of the principal office of the limited Liability Company is: 1329 Bedford Drive, Suite 1
Melbourne, Florida 32940.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1329 Bedford Drive, Suite 1, Melbourne, Florida 32940, and the name of the initial registered agent of this corporation at that address is Christopher J. Coleman, Esquire.

ARTICLE VI – ADDITION OF ADDITIONAL MEMBERS

Additional Members may be admitted at such time and on such terms and conditions as all Members may unanimously agree and as provided in the regulations of the Company.

ARTICLE VII – MEMBER’S RIGHT TO CONTINUE BUSINESS

The remaining Members of the Company may continue the business upon the death, resignation, retirement, expulsion, bankruptcy of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company as provided in the regulations of the Company in the Limited Liability Company Agreement.

12 JUN 27 AM 9:47
CLERK OF COURT
H. MASSEY, III
JUDGE

APPROVED
AND
FILED

ARTICLE VIII – MANAGEMENT

The Company shall be managed by one (1) or more managers. The number of initial managers, who shall serve as managers until the first annual meeting of the Members of the Company or until their successors are duly elected, shall be four (4). The names and address of said managers are as follows:

Calamari of Brevard, Inc.
1329 Bedford Drive, Suite 1
Melbourne, Florida 32940

LAT Properties, Inc.
1050 Meadowbrooke Road, N.E.
Palm Bay, Florida 32905

ARTICLE IX- ADOPTION OF REGULATIONS

The members of the Company shall adopt regulations which shall contain provisions for the management of the business and of the regulation of the affairs of the Company that are not inconsistent with the Articles of Organization or the laws of Florida.

ARTICLE X - AMENDMENT

The Company shall have the power to amend or supplement these articles of organization when approved in accordance with the limited liability company agreement

IN WITNESS WHEREOF, the undersigned subscriber/Member has executed these Articles of Organization and acknowledge them this 25th day of June, 2002.

CALAMARI OF BREVARD, INC./MEMBER

By: CHRISTOPHER J. COLEMAN
Its: SECRETARY/TREASURER

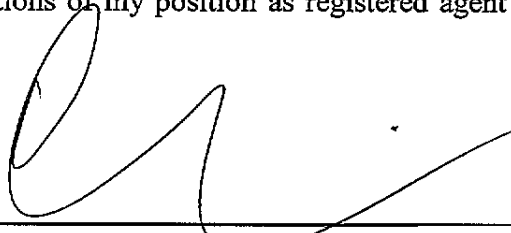
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OFFICE OF THE
CLERK OF THE
STATE
TALLAHASSEE, FLORIDA

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ADMITTED
AND
FILED

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Limited Liability Company at the place designated in this certificate, I hereby accept to act in this capacity and 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, Florida Statutes.



CHRISTOPHER J. COLEMAN, Esquire

Dated this 25th day of June, 2002.

02 JUN 27 AM 9:49
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED