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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Monaco Resort Management Services, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
MONACO RESORT MANAGEMENT SERVICES, LLC**

The undersigned acting as an Organizer of a limited liability company under the Florida Limited Liability Company Act adopts the following Articles of Organization.

**I.
NAME**

The name of this limited liability company is MONACO RESORT MANAGEMENT SERVICES, LLC (hereinafter called the "Company").

**II.
PURPOSE**

The purpose for which this Company is formed is to engage in any activity permitted under the laws of the State of Florida.

**III.
TERM OF EXISTENCE**

This company shall begin existence at the date of filing and shall exist perpetually.

**IV.
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the company is 648 Poinsettia Avenue N., Clearwater Beach, FL 33767.

**V.
REGISTERED AGENT AND OFFICE**

The name and street address of the Company's registered agent, whose Acceptance of Appointment as Registered Agent is included with these Articles is:

R. Carlton Ward, Esq.
Richards, Gilkey, Fite, et al.
1253 Park Street
Clearwater, FL 33756

05 MAY 16 PM 3:02

LAW OFFICES OF
RICHARDS, GILKEY, FITE,
LAUGHTER, PRATESI
& WARD, P.A.
CLEARWATER, FLORIDA

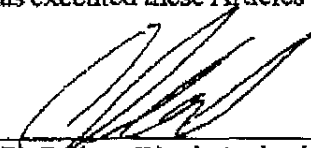
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VI.
CONTINUITY

The members of the Company will have the right to continue the business of the Company 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 in the Company.

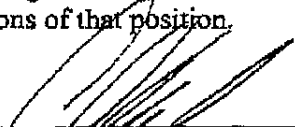
13th IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this day of May, 2005


R. Carlton Ward, Authorized Representative

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, R. Carlton Ward, accept the appointment as registered agent of the Company, and state that I am familiar with and accept the duties and obligations of that position.

Date: May 13 2005


R. Carlton Ward, Registered Agent

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