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TALLAHASSEE, FLORIDA

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Fax Number : (850)205-0383

From: William T. Coleman
Account Name : BRINKLEY, MCNERNEY & MORGAN
Account Number : 076077003213
Phone : (954)522-2200
Fax Number : (954)522-9123

EFFECTIVE DATE
07/11/05

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

TIKAL Real Estate Holding II, LLC

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**ARTICLES OF ORGANIZATION
OF
TIKAL REAL ESTATE HOLDING II, LLC
Under the Florida Limited Liability Company Act**

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ALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this limited liability company is TIKAL Real Estate Holding II, LLC (the "Company").

**ARTICLE II
MAILING AND STREET ADDRESS**

EFFECTIVE DATE
07/11/05

The mailing and street address of the principal office of the Company is 129 Duval Street, Key West, Florida 33040.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name and street address of the Company's initial registered agent in Florida is William T. Coleman, Attorney, Brinkley, McNerney, Morgan, Solomon & Tatum, LLP, 200 East Las Olas Blvd., Suite 1900, Fort Lauderdale, FL 33301.

**ARTICLE IV
MANAGEMENT**

The Company is to be managed by its Members unless otherwise provided for in an operating agreement to be adopted by the members.

**ARTICLE VI
EFFECTIVE DATE**

The effective date of the Company shall be July 11, 2005.

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IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization on the 11th day of July, 2005.

By: 

George Creighton Webb, Member and Manager

By: 

Barbara F. Webb, Member and Manager

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for TIKAL Real Estate Holding II, LLC at the place designated in the foregoing Articles of Organization, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Limited Liability Company Act 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.

Initial Registered Agent

Dated: July 11, 2005

By:



William T. Coleman

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