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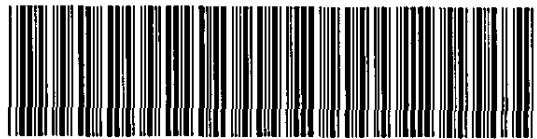
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**B. KOHR**

FEB 1 2008

**EXAMINER**



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 426525 7454303

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE : January 31, 2008

ORDER TIME : 3:11 PM

ORDER NO. : 426525-005

CUSTOMER NO: 7454303

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08 JAN 31 AM 8:02  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

DOMESTIC FILING

NAME: WABASSO CAY, LLC

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
OF  
WABASSO CAY, LLC**

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, *Florida Statutes* Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLES I - NAME**

The name of the limited liability company shall be WABASSO CAY, LLC (the "Company")

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company shall be:

9611 North U.S. Highway 1, Suite 309  
Sebastian, FL 32958

**ARTICLE III - DURATION**

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is:

Timothy A. Fox  
9611 North U.S. Highway 1, Suite 309  
Sebastian, FL 32958

**ARTICLE V - INITIAL MEMBERS**

The following individuals shall be the initial members of the Company, subject to their rights and obligations set forth in the Operating Agreement of the Company:

**FILED**  
JAN 31 AM 8:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Timothy A. Fox  
Maureen K. Fox  
Gary E. Fox  
Elisabeth Miller-Fox

#### **ARTICLE VI - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### **ARTICLE VII - TERMINATION OF EXISTENCE**

The Company shall be dissolved on the death, bankruptcy or dissolution of a member, manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of a majority of the remaining members, provided there are at least two remaining members.

#### **ARTICLE VIII - MANAGEMENT**

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations shall contain any provisions for the regulation and management of the affairs of the Company that are not inconsistent with law or these articles of organization. The name and address of the initial manager of the Company who will serve until the first annual meeting or until their successors are elected to qualify are:

##### **NAME**

Timothy A. Fox

##### **ADDRESS**

9611 North U.S. Highway 1, Suite 309  
Sebastian, FL 32958

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed to the articles of organization at Sebastian, Florida, on the 31<sup>st</sup> day of January, 2008.

  
\_\_\_\_\_  
Timothy A. Fox

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

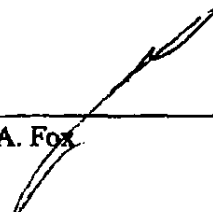
The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of January, 2008  
Timothy A. Fox, known to me or who produced Driver License  
identification.

  
\_\_\_\_\_  
Notary Public  
My commission expires: April 11, 2010



**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Organization of WABA CAY, LLC, hereby consents to accept services of process for the above stated company at the designated in the Articles of Organization, and accepts the appointment as registered agent agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties and is familiar with and accepts the obligations of the position of registered agent

  
\_\_\_\_\_  
Timothy A. Fox

STATE OF FLORIDA  
COUNTY OF Indian River

The foregoing instrument was acknowledged before me this 31st day of January, 2010 Timothy A. Fox, who is personally known to me or who produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public

My commission expires: Apr. 11, 2010

