CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 540851

6258A

COST LIMIT : \$ 125.00

ORDER DATE : January 6, 2000

ORDER TIME : 12:20 PM

ORDER NO. : 540851-005

CUSTOMER NO: 6258A

CUSTOMER: William L. Owens, Esq

BOND SCHOENECK & KING, P.A. BOND SCHOENECK & KING, P.A.

Suite 404

4001 Tamiami Trail North

Naples, FL 34103

DOMESTIC FILING

NAME:

MONTRACHET, L.L.C.

500003090575

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION

OF

MONTRACHET, L.L.C.

Article 1. Name

The name of the Limited Liability Company is:

Montrachet, L.L.C.

Article 2. Principal Office

The mailing address of the principal office of the Limited Liability Company is c/o Bond, Schoeneck & King, P.A., 4001 Tamiami Trail North, Suite 404, Naples, Florida 34103. The street address of the principal office of the Limited Liability Company is c/o Bond, Schoeneck & King, P.A., 4001 Tamiami Trail North, Suite 404, Naples, Florida 34103.

Article 3. Initial Registered Agent and Office

The name and street address of the initial registered agent and office of the Limited Liability Company is:

William L. Owens

c/o Bond, Schoeneck & King, P.A. 4001 Tamiami Träil North, Suite 404 Naples, Florida 34103

Article 4. Statement of Management

The Limited Liability Company shall be managed by its Member or Members in accordance with the Operating Agreement of the Limited Liability Company. Therefore, the Limited Liability Company is a member-managed company. John F. Farrell, Jr., as a Member of the Limited Liability Company, is authorized to execute these Articles of Organization and file them with the Florida Department of State.

APPROVEU

Article 5. Commencement of Existence

The Limited Liability Company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State.

Article 6. Operating Agreement

These Articles of Organization and the Florida Limited Liability Company Act shall be deemed to be the Operating Agreement of the Limited Liability Company unless and until the Limited Liability Company otherwise adopts additional or inconsistent provisions in connection with any matters permitted to be addressed in the Operating Agreement.

Article 7. Amendment

The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them in accordance with the Operating Agreement of the Limited Liability Company, and any right conferred upon the Member or Members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization on this 5th day of January, 2000.

John F. Fayre

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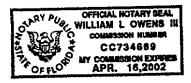
STATE OF FLORIDA)

COLLIER COUNTY) ss.:

The foregoing instrument was acknowledged before me this 5th day of January, 2000 by JOHN F. FARRELL, JR. who is personally known to me (or \square who produced as identification) and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.

Notary Public

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of Montrachet, L.L.C. which is contained in the foregoing Articles of Organization. I am familiar with, and accept, the obligations of such a position as provided for under Florida's Limited Liability Company Act.

Dated this 5th day of January, 2000.

William L. Owens

Registered Agent