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ACCOUNT NO. : 072100000032

REFERENCE : 602133 81404A

AUTHORIZATION : Patricia Pizutto

COST LIMIT : \$ 125.00

ORDER DATE : February 25, 2000

ORDER TIME : 1:29 PM

ORDER NO. : 602133-005

CUSTOMER NO: 81404A

CUSTOMER: Frederic T. Dehon, Esq
MATHISON & MATHISON
MATHISON & MATHISON
Suite 211
5606 Pga Boulevard
Palm Beach Gdns, FL 33418

DOMESTIC FILING

NAME: JUPITER OCEAN GRANDE, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

APPROVED AND FILED
00 FEB 25 PM 3:30 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
00 FEB 25 PM 2:25

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EB
2/25/00

ARTICLES OF ORGANIZATION
OF
JUPITER OCEAN GRANDE, L.L.C.

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

ARTICLE I

Name

The name of this limited liability company shall be JUPITER OCEAN GRANDE, L.L.C. (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company shall be 2562 West Indiantown Road, Jupiter, Florida 33458.

ARTICLE III

Duration

The Company shall commence its existence on the date these Articles of Organization were filed with 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 Stephen S. Mathison, Esq., Mathison & Mathison, 5606 PGA Boulevard, Suite 211, Palm Beach Gardens, Florida 33418.

ARTICLE V

Management by Members

The Company shall be managed by its members in accordance with the Operating Agreement adopted by the member(s) for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation of the affairs of the Company not inconsistent with law or these Articles.

00 FEB 25 PM 3:30
SECRETARY OF STATE
AND
FILED
APPROVED

JUPITER OCEAN GRANDE, LLC
ARTICLES OF ORGANIZATION
PAGE 2 OF 3

IN WITNESS WHEREOF, the undersigned initial member has made and subscribed these Articles of Organization at Palm Beach Gardens, Florida on the 24th day of February, 2000.

The Marrano Group, L.L.C.

By: *Daniel DeAngelis*
Daniel DeAngelis, Managing member

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Daniel DeAngelis, a managing member of The Marrano Group, L.L.C., to me well known, or identified to me by _____, to be the individual described in and who has executed the foregoing Articles of Organization, and he acknowledged before me that he executed the same for the purposes therein expressed pursuant to duly authorized resolution of The Marrano Group, L.L.C.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal at Palm Beach Gardens, Florida, this 24th day of February, 2000.

Leslie A. Hill

Notary Public, State of Florida
Notary's Printed Name:
My commission expires:
My commission number:

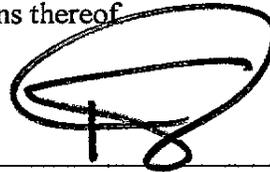


(NOTARY SEAL)

APPROVED
AND
FILED
00 FEB 25 PM 3:30
SECRETARY OF STATE
PALM BEACH, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated limited liability company, at the place designated in these Articles, I hereby accept to act in this capacity, agree to comply with the provisions of §48.091, Fla. Stat., relative to keeping open said office, and am familiar with the provisions of Chapter 608, Fla. Stat., and accept the obligations thereof.



Stephen S. Mathison, Registered Agent

APPROVED
AND
FILED
00 FEB 25 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA