

Division of Corporations

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LIMITED LIABILITY COMPANY

BAREFOOT BEACH, LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
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**ARTICLES OF ORGANIZATION
OF
BAREFOOT BEACH, LLC**

In order to form a limited liability company pursuant to the Florida Limited Liability Company Act, Florida Statutes § 608.401 *et seq.* (the "Act"), the undersigned hereby executes these Articles of Organization in accordance with the provisions of Section 608.407 of the Act.

**ARTICLE I:
NAME**

The name of the Limited Liability Company is: Barefoot Beach, LLC.

**ARTICLE II:
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 800 Laurel Oak Drive, Suite 600, Naples, Florida 34108.

**ARTICLE III:
DURATION**

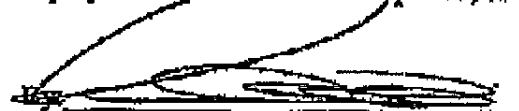
The period of duration for the Limited Liability Company shall be: perpetual.

**ARTICLE IV:
MANAGEMENT**

The Limited Liability Company is to be managed by one of its members. The name and address of the managing member is: Equity V Investments & Development, Inc., 800 Laurel Oak Drive, Suite 600, Naples, Florida 34108.

These Articles are executed this 25th day of October, 2000, by one of the undersigned Initial Members of Barefoot Beach, LLC, pursuant to the Florida Limited Liability Company Act, Florida Statute § 608.401 *et seq.*

Equity V Investments & Development, Inc.



S. Charles Bennett, III, President

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Barefoot Beach, LLC.
2. The name and address of the registered agent and office is:

Carrie E. Lademan, Esquire
Woodward, Pires & Lombardo, P.A.
801 Laurel Oak Drive, Suite 710
Naples, Florida 34108

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position provided for in Chapter 608, Florida Statutes.


Carrie E. Lademan, Esquire

Date: 10/25/00

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