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CARD SOUND PROPERTIES

9 BARRACUDA LN

KEY LARGO

State FL ZIP 33037

Internal Billing Reference

Ponte Vecchio

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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1. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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TALLAHASSEE, FLORIDA

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Examiner's Initials

ARTICLES OF INCORPORATION FOR FLORIDA
LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company is:

PONTE VECCHIO, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

9 Barracuda Lane
Key Largo, FL 33037

ARTICLE III - DURATION

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

PERPETUAL

ARTICLE IV - REGISTERED AGENT

The street address of the initial registered agent and registered office of the corporation shall be:

Darla M. Lee
9 Barracuda Lane
Key Largo, FL 33037

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by the managing member. The name and address for the managing member is:

Mita M. Burke
802 Bonita Lane
Key Largo, FL 33037

ARTICLE VI - CAPITAL CONTRIBUTIONS

The members of the Limited Liability Company shall contribute to the capital of the company of the cash or property set forth in the Affidavit of Membership and Contributions attached hereto.

ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

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ARTICLE VIII - PROFITS AND LOSSES

Net profits and net losses shall be allocated to the members of the Limited Liability Company proportionally in relation to the total capital contribution of each such member.

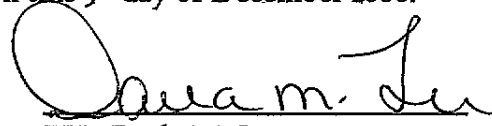
ARTICLE IX - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Limited Liability Company except with the unanimous written 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 X - TERMINATION OF EXISTENCE

The Limited Liability Company shall be dissolved on the death, bankruptcy, or dissolution of a member or 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 all the remaining members, provided there are at least two remaining members.

The undersigned authorized representative of a member of PONTE VECCHIO, L.L.C. hereby executes these articles of organization on this 5th day of December 2000.



BY: Darla M. Lee
as its agent as authorized
representative of PONTE
VECCHIO, L.L.C.

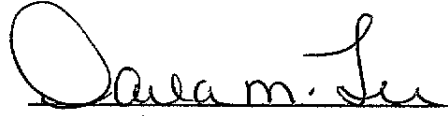
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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF
ORGANIZATION

Darla M. Lee having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under section 608.415 or 608.507 Florida Statutes.

A handwritten signature in cursive script, appearing to read "Darla M. Lee", written over a horizontal line.

By: Darla M. Lee

Dated: December 5, 2000

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