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THE LAW OFFICE OF BARRY A. HABERMAN  
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March 28, 2001

**VIA FEDERAL EXPRESS**

Florida Department of State  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

700003930097--8  
-03/29/01--01101--006  
\*\*\*\*250.00 \*\*\*\*125.00

Dear Sir or Madam:

Enclosed herewith for filing are the following documents:

1. Articles of Organization – Spinnaker Ventures, L.L.C.
2. Articles of Organization – Mountain View Equine Management, L.L.C.

Also enclosed is a check payable to the Florida Department of State for \$250.00 to pay the filing fees for these documents. Please issue a letter of acknowledgment for each document.

If you have any questions, please contact the undersigned.

Sincerely,

*Barry A. Haberman*

Barry A. Haberman

*lmva*

BAH/hmva  
Enclosures

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01 MAR 29 PM 5:00  
STATE  
CLERK  
TALLAHASSEE  
FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**SPINNAKER VENTURES, L.L.C.**

Pursuant to the Florida Limited Liability Act, the undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

FIRST: The name of the Company shall be "Spinnaker Ventures, L.L.C.".

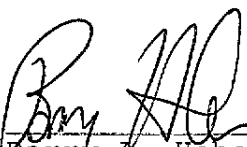
SECOND: The latest date upon which the Company shall be dissolved and its affairs wound up is December 31, 2050.

THIRD: The purpose for which the Company is formed are as follows: (1) to engage in and carry on the business of buying, leasing, owning, investing in, lending to, developing, managing and otherwise dealing in interests of ventures and businesses of all type and description for investment and income producing purposes, (2) to have and exercise all powers now or hereafter conferred by the laws of the State of Florida on limited liability companies formed pursuant to the Florida Limited Liability Company Act; and (3) to do any and all things necessary, convenient or incidental to the achievement of the foregoing.

FOURTH: The address of the mailing address and principal office of the Company is c/o Patrick Bischoff, 2170 South River Road, Melbourne Beach, Florida 32951. The name and address of the registered agent of the Company is Patrick Bischoff, who is a resident of the State of Florida and whose address is 2170 South River Road, Melbourne Beach, Florida 32951.

FIFTH: The relations of the Member and the affairs of the Company shall be governed by the Act as well as a written operating agreement which may be amended from time to time as set forth therein.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization and acknowledged them to be his act this 26<sup>th</sup> day of March, 2001.

  
\_\_\_\_\_  
Barry A. Haberman

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 as registered agent as provided for in Chapter 608, Florida Statutes.

  
Patrick Bischoff

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA