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Florida Department of State

Division of Corporations

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From:

**Account Name : JECK, HARRIS & JONES, LLP
Account Number : I20000000210
Phone : (561) 746-1002
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**RECEIVED
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AL
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

LIMITED LIABILITY COMPANY

RIVER CLUB AT VERO BEACH, LLC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION
OF
RIVER CLUB AT VERO BEACH, LLC
a Florida limited liability company**

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

**ARTICLE I
Name**

The name of the limited liability company ("Company") is RIVER CLUB AT VERO BEACH, LLC.

**ARTICLE II
Address**

The mailing and street address of the Company's principal office is 7777 North A-1-A, Vero Beach, Florida 32463.

**ARTICLE III
Purpose and Powers**

The general purpose for which the Company is organized is to develop a residential real estate project in Indian River Shores, Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV
Duration**

The period of duration for the company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State, unless the Company is earlier dissolved as provided in the Articles of Organization or the Operating Agreement and Regulations.

**ARTICLE V
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Philippe Jeck, Esquire. The address of the Company's registered office in Florida is 1061 East Indiantown Road, Suite 400, Jupiter, Florida 33477-5143.

**ARTICLE VI
Management**

The Company is to be managed by one or more managers and is, therefore, a member-managed company.

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ARTICLE VII
Termination of Existence

The Company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of any member except as may be provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned member has made and executed these Articles of Organization this 2 day of MAY, 2001.

MEMBER: CRC DEVELOPMENT COMPANY,
Managing Member

By: [Signature]
R. Mason Simpson
Its: President

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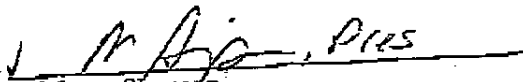
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, 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 RIVER CLUB AT VERO BEACH, LLC
2. The name and address of the registered agent and office is: Philippe Jeck, Esquire, 1061 East Indiantown Road, Jupiter, Florida 33477-5143.


Dated: 5/8, 2001

MEMBER: CRC DEVELOPMENT COMPANY,
Managing Member

By: 
R. Mason Simpson
Its: President

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 5/8, 2001


Philippe Jeck, Esquire

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