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Tittle & Tittle, Chartered

Attorneys and Counselors at Law Post Office Box 535 (91760 Overseas Highway) Tavernier, FL 33070 (305) 852-3206 - (Fax) 852-3242

Fred Tittle, Retired Charles P. Tittle

June 19, 2001

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

Re: Harbor Lights Sewer Company, LLC

700004456157--2 -07/02/01--01068--001 ****125.00 ****125.00

Dear Sirs:

I am enclosing herewith the Articles of Organization for the above named limited liability company. I am also enclosing my escrow check in the amount of \$125.00 for the filing fee and the registered agent fee.

Your prompt attention to this matter would be appreciated.

Very truly yours,

Charles P. Tittle

encl.

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Harbor Lights Sewer Company, LLC

ARTICLE II - Address:

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

91760 Overseas Highway Tavernier, Florida 33070

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature: The name and the Florida street address of the registered agent is:

Charles P. Tittle 91760 Overseas Highway Tavernier, FL 33070

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, F.S.

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

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

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

____ Charles P. Tittle

Typed or printed name of signee