

ACCOUNT NO.: 072100000032

REFERENCE: 456465

80881A

AUTHORIZATION:

ORDER DATE: September 4, 2001

ORDER TIME: 10:35 AM

ORDER NO. : 456465-005

000004567560--0

CUSTOMER NO: 80881A

CUSTOMER: Joan W. Byrd, Legal Assistant

Fassett Anthony & Taylor, P.A.

1325 West Colonial Drive

Orlando, FL 32804

DOMESTIC FILING

NAME:

VICTORIA BY THE SEA, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

DIVISION OF CCRPORATION

ARTICLES OF ORGANIZATION FOR VICTORIA BY THE SEA, LLC., a limited liability company

ARTICLE I. - NAME

The name of the Limited Liability Company is: VICTORIA BY THE SEA, LLC.

ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 1010 Wave Crest Avenue, Indialantic, Florida 32903.

ARTICLE III. - DURATION

The Limited Liability Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Limited Liability Company's existence shall be perpetual unless the Limited Liability Company is earlier dissolved as provided by the Florida Limited Liability Company Act and the Regulations of VICTORIA BY THE SEA, LLC.

ARTICLE IV. - MANAGEMENT

VICTORIA BY THE SEA, LLC, is to be managed by a member-manager. The name and address of such initial member-manager who is to serve as member-manager is:

Victoria Jan Manrodt 1010 Wave Crest Avenue Indialantic, Florida 32903



ARTICLE V. - REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are:

Ladd H. Fassett 1325 West Colonial Drive Orlando, Florida 32804

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.

Date Ladd H. Fassett

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these

Articles of Organization in Florida, on this day of August, 2001.

Ladd H. Fassett, authorized representative

(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.)

STATE OF FLORIDA COUNTY OF ORANGE

Before me personally appeared LADD H. FASSETT, to me well known or who provided as identification, to be the authorized representative of the above limited liability company and who subscribed to the above Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 3/day of August, 2001.

Joan W Byrd

My Commission CC758475

Expires July 12, 2002

Print Name: Joan W Burd

My commission expires: