

L02000002969

WATERFORD COMPANIES
395 COMMERCIAL COURT, SUITE A
VENICE, FLORIDA 34292
941/485-5263
941/484-7295 fax

January 31, 2002

Secretary of State Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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-02/01/02--01058--001
****250.00 ****125.00

**Re: Formation of Sorrento Cay Investor LLC and
Sorrento Cay Group LLC**

To Whom It May Concern:

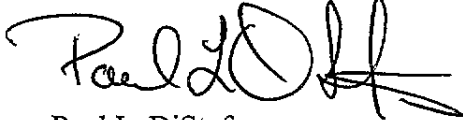
Please find enclosed a check in the amount of \$250.00 representing the fees for the formation of the above-referenced entities.

Please form Sorrento Cay Investor LLC first and subsequently Sorrento Cay Group LLC. The effective date of these entities will be February 1, 2002.

If you have any questions concerning the above, please contact me at 941/485-5263 x26. Thank you for your attention to this matter.

Sincerely,

WATERFORD COMPANIES



Paul L. DiStefano
Controller

PLD/pw
Enc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OK

ARTICLES OF ORGANIZATION
OF
SORRENTO CAY INVESTOR, LLC

The undersigned subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

- 1. **Name.** The name of the Company is Sorrento Cay Investor, LLC
- 2. **Principal Office:** The mailing address and the street address of the principal office of the Company is:

395 Commercial Court, Suite A
Venice, Florida 34292

- 3. **Registered Agent:** The name of the initial registered agent, and the address of the initial registered office of the Company is:

Michael W. Miller
395 Commercial Court, Suite A
Venice, Florida 34292

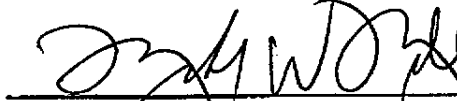
By execution hereof, the undersigned accepts appointment as registered agent of the Company and acknowledges that he is familiar with and accepts the obligations of that position as described in Section 608.415, Florida Statutes.

- 4. **Existence:** The existence of the Company shall commence on February 1, 2002.
- 5. **Amendment:** These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.
- 6. **Management:** The Company will be managed by its members.

In witness whereof, the undersigned has executed these Articles of Organization this 31ST day of January, 2002.



Michael W. Miller, Member
Sorrento Cay Investor, LLC



Michael W. Miller
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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