

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L02000003576
FILED
February 14, 2002
Sec. Of State**

Article I

The name of the Limited Liability Company is:

RIVIERA DUNES BOARDWALK, L.L.C.

Article II

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

101 RIVERFRONT BLVD.
SUITE 610
BRADENTON, FL. US 34205

The mailing address of the Limited Liability Company is:

101 RIVERFRONT BLVD.
SUITE 610
BRADENTON, FL. US 34205

Article III

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

DENNIS D BRADFORD
101 RIVERFRONT BLVD.
SUITE 610
BRADENTON, FL. US 34205

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.

Registered Agent Signature: DENNIS D. BRADFORD

Article IV

The Limited Liability Company is a manager managed company

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Article V

The name and address of members/managers are:

GENESIS RESORTS INTERNATIONAL, INC.
101 RIVERFRONT BLVD., SUITE 610
BRADENTON, FL. US 34205

Signature of member or an authorized representative of a member

Signature: DENNIS D. BRADFORD