CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 Grande 400005041094--9 -03/04/02--01069--013 ****155.00 ****155.00 Art of Inc. File____ LTD Partnership File_____ Foreign Corp. File_____ L.C. File_ Fictitious Name File_ Trade/Service Mark_ Merger File__ Art. of Amend. File_ RA Resignation_ $\vec{\nabla}$ Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy_ Photo Copy__ Certificate of Good Standing_ Certificate of Status_ Certificate of Fictitious Name_ Corp Record Search_ Officer Search_ Fictitious Search_ Fictitious Owner Search____ Signature Vehicle Search____ Driving Record_ UCC 1 or 3 File__ Requested by:

Date

Will Pick Up

Name

Walk-In

UCC 11 Search___

Courier_

UCC 11 Retrieval_____

ARTICLES OF ORGANIZATION

OF

GRANDE RIVIERA VENTURES, LLC.

A LIMITED LIABILITY COMPANY

(Pursuant to s. 607.407, Florida Statues)

- 1. Name. The name of the limited liability company is GRANDE RIVIERA VENTURES, LLC.
- 2. <u>Purpose.</u> The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
- 3. Address of Principal Office. The address of the registered office of the limited liability company is:

73 S. Palm Ave., Suite 223 Sarasota, Florida 34236

This will also serve as the mailing address.

- 4. <u>Term.</u> Term of this LLC shall be perpetual.
- 5. <u>Members at Time of Formation.</u> There will be at least on member at the time the limited liability company is formed.
- 6. <u>Period of Duration.</u> The period of duration shall be perpetual.

SECRETARY OF STATE
TAULAHASSEE, FLORID

APPROVES AND FILED

7. <u>Management.</u> Management of the limited liability company at the time of formation is reserved for the initial member whose name and address is as follows:

Initial Member:

Angus C. Rogers 73 S. Palm Ave., Suite 223 Sarasota, Florida 34236

- 8. <u>Additional Members.</u> The names and addresses of additional member(s) are as follows: NONE
- 9. Admission of New Members. With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members may unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in proportion as may be agreed upon between all the members and the new member.
- 10. Members Right to Continue Business. The remaining members of the limited liability company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company as further set forth in the Operating Agreement on the limited liability company

APPROVE AND FILED IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization this 27th day of +8, 2002.

Angus C. Rogers

STATE OF FLORIDA COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, personally appeared ANGUS C. ROGERS, who is well known to be the person described in and who executed the above instrument, and who did freely and voluntarily acknowledges before me according to law the execution of the same for the uses and purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, in said County, and State this 2156 day of Felomany, 2002.

STATE ADVANTAGE NOTARY OF FLORIDA

Kathleen L. Zampella NOTARY PUBLIC J

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

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415 or 608.507, Florida Statues, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the state of Florida.

- Name. The name of the limited liability company is: Grande Riviera Ventures,
 LLC.
- 2. <u>Registered Office.</u> The name and address of the registered office of the limited liability company:

73 S. Palm Ave., Suite 223 Sarasota, Florida 34236

3. Registered Agent. Angus C. Rogers, is appointed; and by his signature below accepts appointment, to act as the Registered Agent of Grande Riviera Ventures, LLC.

Having been named as the Registered Agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, the 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.

27 FEB 2002

Angus C.∖Rogers