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ORDER DATE : May 23, 2002

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CUSTOMER NO: 9571A

CUSTOMER: Richard D. Sneed, Esq  
Richard D. Sneed, Esq

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Mardi Executive Center, #206  
1905 25th Street, South  
Fort Pierce, FL 34947

AL

DOMESTIC FILING

NAME: CARRIBEAN KEY DEVELOPMENT, LLC

EFFECTIVE DATE:

XXX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## FLORIDA LIMITED LIABILITY COMPANY

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

### ARTICLE I – NAME

The name of the Limited Liability Company is:

Carribean Key Development, LLC

### ARTICLE II – ADDRESS

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

Carribean Key Development, LLC  
1585 South Congress Avenue  
Delray Beach, FL 33455

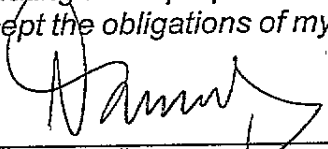
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### ARTICLE III – REGISTERED, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

Richard D. Sneed, Jr., Esq.  
1905 S. 25<sup>th</sup> Street, Suite 206  
Fort Pierce, FL 34947

*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.*

  
Richard D. Sneed, Jr., Esq.

### ARTICLE IV – MANAGEMENT

The Company is to be managed by a Managing Member and the name and address of such Managing Member is:

Gary Hencken  
1585 South Congress Avenue  
Delray Beach, FL 33455

The Managing Member shall hold the exclusive voting interest in the Company and the exclusive power to adopt, alter, amend, or repeal the regulations of the Company.

#### ARTICLE V – DURATION

The Company shall commence its existence on the date the articles of organization are filed with the Secretary of State. The Company's existence shall be in perpetuity, unless the Company is earlier dissolved as provided in these Articles of Organization.

#### ARTICLE VI – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, bankruptcy, retirement, insanity, resignation, expulsion or dissolution of any member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the Company is continued by the consent of all the remaining members.

#### ARTICLE VII – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all of the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business or affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**IN WITNESS WHEREOF**, the undersigned organizer and member has made and subscribed these Articles of Organization on this 15th day of April, A.D., 2002.

**ORGANIZER AND MEMBER:**

  
\_\_\_\_\_  
Gary Hencken, 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.)

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02 MAY 23 AM 10:44  
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