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LAW OFFICES OF
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June 4, 2002

JAMES E. KERR
E-MAIL: kerr@johndspears.com

FILED
2002 JUN -5 AM 10:03
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: TIKI ON THE BEACH, L.L.C.

Dear Sir or Madam:

Enclosed are two originals of the Articles of Organization for the above-named proposed Florida limited liability company. Also enclosed is our check in the amount of \$160.00 representing payment of the following:

1. Filing Fee;
2. Registered Agent Designation;
3. Certified Copy;
4. Certificate.

Please file the enclosed Articles of Organization and ~~certified copy~~ to the undersigned.

600005693116--9
-06/05/02-01072--002
***160.00 ***160.00

Thank you for your courtesies in this matter.

Sincerely,

LAW OFFICES OF JOHN D. SPEAR, P.A.

John D. Spear/eca

John D. Spear
For the Firm

JDS/eca

Enclosures/via UPS

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-06/05/02-01072--002
***160.00 ***160.00

J. BRYAN JUN 10 2002

ARTICLES OF ORGANIZATION

OF

TIKI ON THE BEACH, L.L.C.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I. NAME

The name of the Limited Liability Company shall be, Tiki on the Beach, L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the company shall be:

28191 Winthrop Circle
Bonita Springs, FL 34134

ARTICLE III. DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV. REGISTERED OFFICE AND AGENT

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

Bruce A. Mazzola
28191 Winthrop Circle
Bonita Springs, FL 34134

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TALLAHASSEE, FLORIDA

ARTICLE V. 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 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 and 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.

ARTICLE VI. TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or on 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, provided there are at least two remaining members.

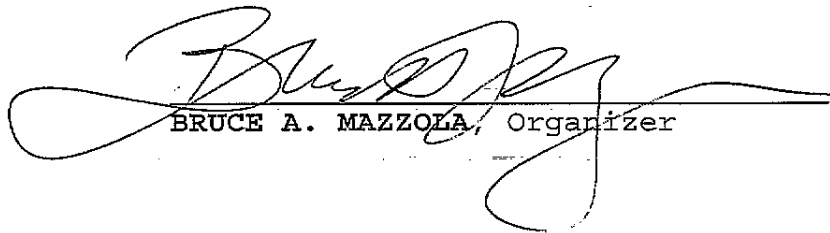
ARTICLE VII. MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of

organization. The name and address of the initial manager of the company is:

Bruce A. Mazzola
28191 Winthrop Circle
Bonita Springs, FL 34134

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Bonita Springs, State of Florida, on the 4th day of JUNE, 2002.


BRUCE A. MAZZOLA, Organizer

STATE OF FLORIDA

COUNTY OF LEE

Sworn to and subscribed before me this 4th day of JUNE, 2002, by BRUCE A. MAZZOLA, who is personally known to me or has produced DRIVER'S LICENSE as identification.

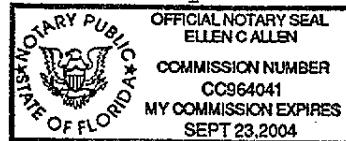


Signature of Notary Public

ELLEN C. ALLEN

Printed Name of Notary Public

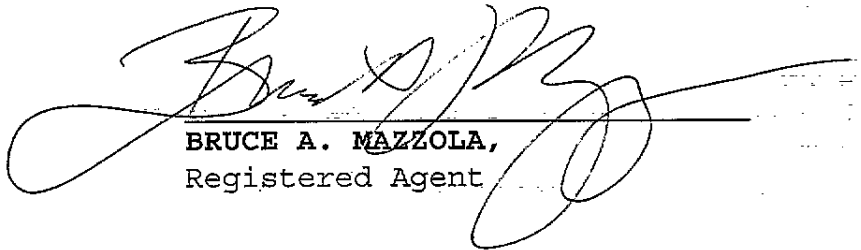
Commission Expires:



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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **TIKI ON THE BEACH, L.L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


BRUCE A. MAZZOLA,
Registered Agent

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