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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 642465 81491A  
AUTHORIZATION :  
COST LIMIT : \$ PPD

ORDER DATE : June 27, 2002  
ORDER TIME : 10:33 AM  
ORDER NO. : 642465-005...  
CUSTOMER NO: 81491A

AL

CUSTOMER: Larry B. Alexander, Esq  
Jones Foster Johnston & Stubbs  
505 South Flagler Drive  
Suite 1100  
West Palm Beach, FL 33401

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-06/27/02--01018--004  
\*\*\*\*155.00 \*\*\*\*155.00

DOMESTIC FILING

NAME: TURTLE BEACH PHASE IV, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Angie Glisar - EXT. 1124  
EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
02 JUN 27 AM 11:19  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**TURTLE BEACH PHASE IV, LLC**  
**A Florida Limited Liability Company**

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TALLAHASSEE, FLORIDA

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

ARTICLE I

Name

The name of this limited liability company shall be TURTLE BEACH PHASE IV, LLC

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is 800 North Flagler Drive, West Palm Beach, Florida 33401.

ARTICLE III

Registered Agent and Registered Office

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

Larry B. Alexander  
Suite 1100  
505 South Flagler Drive  
West Palm Beach, FL 33401

ARTICLE IV

Management

The Limited Liability Company is to be managed by its member and is, therefore a member-managed company.

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ARTICLE V

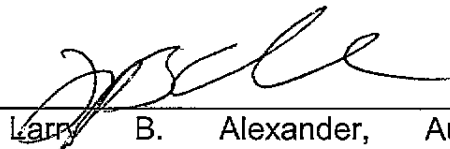
Commencement

The Limited Liability Company shall commence its existence upon filing with the Secretary of State of the State of Florida.

(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.)

OKEE LOT, LTD., a Florida limited partnership

By: Okee Lot, Inc., a Florida corporation, its General Partner

By:   
Larry B. Alexander, Authorized Representative

Dated this 26<sup>th</sup> day of June, 2002.

N:\LBA\11796-12\TURTLE BEACH.LLC.DOC

CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a Registered Office and Registered Agent in the State of Florida:

That Turtle Beach Phase IV, LLC desiring to organize under the laws of the State of Florida, has named Larry B. Alexander, located at the Registered Office of the corporation at 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 as provided for in Chapter 608, F.S.

  
\_\_\_\_\_  
Larry B. Alexander, Registered Agent