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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

BIMINI TURTLEHOUSE, L.L.C.

Certificate of Status	1
Certified Copy	0
Page Count	05
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L02-20333

ARTICLES OF ORGANIZATION

OF

BIMINI TURTLEHOUSE, L.L.C.

In consideration of the mutual covenants contained in these Articles of Organization, the undersigned members do hereby form a limited liability company pursuant to Chapter 608 of the Florida Statutes.

ARTICLE I

The name of the limited liability company and the complete mailing address for same shall be:

BIMINI TURTLEHOUSE, L.L.C.
11700 N.W. 102ND Road, Suite 12
Medley, Florida 33178

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ARTICLE II

The address of the principal place of business of this limited liability company in the State of Florida shall be:

BIMINI TURTLEHOUSE, L.L.C.
11700 N.W. 102ND Road, Suite 12
Medley, Florida 33178

and such other place or places as may be agreed on by the members, as defined further herein. The initial registered agent of this limited liability company shall be:

EDWARD PEREZ
11700 N.W. 102ND Road, Suite 12
Medley, Florida 33178

08/09/02 FRI 13:54 FAX 954 478 2382 DAVID A CHERKIN PA 002

ARTICLE III

This limited liability company shall commence existence on the date of execution and acknowledgement of these Articles, and shall continue for thirty (30) years unless earlier dissolved by the members as set forth in these Articles of Organization or any applicable Operating Agreement.

ARTICLE IV

The limited liability company shall be managed by a manager whose names and address are as set forth herein, which manager shall continue as manager until the first annual meeting of this limited liability company, to-wit:

EDWARD PEREZ, 11700 N.W. 102nd Road, Suite 12, Medley, Florida 33178

ARTICLE V

This limited liability company is organized for the purposes of investing in real estate as well as other related activities. The purposes of the Company shall not be extended by implication or otherwise except by written amendment of this Agreement.

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ARTICLE VI

The admission of new members to the limited liability company shall be permitted upon such terms and conditions as may be approved by the unanimous vote of the members.

ARTICLE VII

On the death, retirement, resignation, expulsion, bankruptcy of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the limited liability company shall not be dissolved.

ARTICLE VIII

The title to all limited liability company property shall be held in the name of the limited liability company. All property originally paid or brought into or transferred to the limited liability company as contributions to capital by members, or subsequently acquired by purchase or otherwise on account of the limited liability company, shall be property of this limited liability company.

ARTICLE IX

The limited liability company shall be dissolved on the happening of any of the following events:

1. Termination of the term specified in Article III.

2. The unanimous vote of the members.

ARTICLE X. INDEMNIFICATION

The limited liability company shall indemnify and hold harmless the manager and its members from and against any and all claims and demands whatsoever to the fullest extent permitted by law.

ARTICLE XI

These Articles, except with respect to vested rights of the members may be amended at any time by a unanimous vote of all of the members entitled to vote and such amendment shall be filed with the Florida Department of State.

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IN WITNESS WHEREOF the undersigned members have executed these Articles of Organization this 8 day August 2002.

MEMBER:

EDWARD PEREZ
Authorized Representative of the Member

ADDRESSES:

11700 N.W. 102nd Road, Suite 12
Medley, Florida 33178

In accordance with Section 608.408(3), Florida statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUMBITS THE FOLLOWING STATEMENT OF DESIGNATION OF THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability Company is: BIMINI TURTLEHOUSE, L.L.C.

1. The name and address of the registered agent and Office is:

EDWARD PEREZ
(NAME)

11700 N.W. 102nd Road, Suite 12
(P. O. BOX NOT ACCEPTABLE)

Medley, Florida 33178
(CITY/STATE/ZIP)

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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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

EDWARD PEREZ, Registered Agent

August 8, 2002

08/09/02 FRI 13:54 FAX 954 476 2382 DAVID A CHERKIN PA 005