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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Ocean Waterfront Holdings
LLC

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ARTICLES OF ORGANIZATION OF OCEAN WATERFRONT HOLDINGS, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: OCEAN WATERFRONT HOLDINGS, LLC

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 2355 NE OCEAN BOULEVARD, STUART, FLORIDA 34996.

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be: PERPETUAL.

ARTICLE IV — Management:

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

DANIEL J. STEINBERG
2355 NE OCEAN BOULEVARD
STUART, FLORIDA 34996


ARTICLE V — Admission of Additional Members:

New members shall only be admitted upon the unanimous written consent of then existing members.

ARTICLE VI — Members' Rights to Continue Business

The remaining members of the limited liability company may continue the 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 upon unanimous written consent of the remaining members executed within ninety (90) days of the occurrence of such event.

IN WITNESS WHEREOF, I have signed these Articles of Organization on behalf of all of the members, and acknowledged them to be our act this 20th day of November, 2002.


DANIEL J. STEINBERG

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STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

DANIEL J. STEINBERG
1958 SW WINNERS DRIVE
PALM CITY, FLORIDA 34990

Dated: 11/29/02


DANIEL J. STEINBERG

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