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LIMITED LIABILITY COMPANY

T.G.O. PARTNERS, L.L.C.

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ARTICLES OF ORGANIZATION**OF****T.G.O. PARTNERS, L.L.C.**

The undersigned, for purposes of forming a limited liability company under the Florida Limited Liability Act, Fla. Stat. Chapter 608, hereby make, acknowledge and file the following Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company shall be:

T.G.O. PARTNERS, L.L.C.

ARTICLE II - ADDRESS

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

516 Delannoy Avenue
Cocoa, Florida 32922

ARTICLE III - PURPOSES AND POWERS

The sole business and purpose of the limited liability company is to acquire, develop and sell certain real property located in The Great Outdoors Recreational Vehicle Resort in Brevard County, Florida and it shall engage in no other business or own any other assets unless used in connection with the acquisition, development and sale of such property. In performing this purpose, the limited liability company shall have the power to enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, and with any political or administrative subdivision or department, and to perform and carry out, assign cancel or rescind any such contracts as they relate to the subject property.

PATRICK F. HEALY, ESQ.
FLORIDA BAR NO. 0827811
GRAY, HARRIS & ROBINSON, P.A.
1800 West Hibiscus Boulevard, Suite 138
Melbourne, FL 32901
Telephone: 321-727-8100
Facsimile: 321-984-4122

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Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida law, lawfully carry on, exercise or do.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent for service of process in the state for this Company is Patrick F. Healy, Esq., Gray, Harris & Robinson, P.A., 1800 West Hibiscus Boulevard, Suite 138, Melbourne, Florida 32901.

ARTICLE V - MANAGEMENT

The Company shall be a manager-managed company.

ARTICLE VI - AMENDMENT

These Articles of Organization shall be amended in the manner specified in the Operating Agreement of the Company.

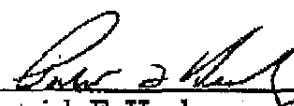
ARTICLE VII - ADDITIONAL MEMBERS

Additional members may be admitted to the Company in the manner provided in the Operating Agreement

ARTICLE VIII - DURATION

The existence of the Company shall commence upon filing these Articles of Organization and shall continue perpetually.

IN WITNESS WHEREOF, the undersigned representative of a member executed these Articles of Organization this 4th day of December, 2002.


Patrick F. Healy, as authorized
representative of Jim Swann, a member

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

Pursuant to Section 608.415, *Florida Statutes*, the following is submitted in compliance with said Act.

FIRST, that T.G.O. PARTNERS, L.L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Organization in the City of Cocoa, County of Brevard, State of Florida, has named PATRICK F. HEALY, ESQ., 1800 West Hibiscus Boulevard, Suite 138, Melbourne, Florida 32901 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I am familiar with the obligations of a registered agent under Chapter 608, *Florida Statutes*, and I hereby accept to act in this capacity and agree to comply with the provisions of said Chapter relative to keeping open said office.



PATRICK F. HEALY, ESQ.

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