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Dominique Rihs, P.A. 5131 Sunbury Court Naples, FL 34104-4731 (239)643-1845 (239)643-5149 (fax)

Dominique Rihs, Esq. FL Bar Board Certified in Real Estate

December 26, 2002

VIA FEDERAL EXPRESS

Department of State Division of Corporations P.O. Box 6327 Tallahassee FL 32314

(for Federal Express 409 E. Gaines St. 32399)

RE: Gulf Getaway, LLC

Enclosed is an original & one copy of the Articles of Organization for the above Limited Liability Company along with the filing fee payable to the Dept of State of:

- a) \$125.00 filing fee & Designation of Registered Agent
- b) \$ 5.00 Certificate of Status

Aggregate check amount of \$130.00 to Dept. of State. _

FOR ANY QUESTIONS OR ADDITIONAL MATTERS PLEASE CALL THE UNDERSIGNED at (239) 643-1845.

IF FOR ANY REASON YOU CAN NOT FILE YOU MUST CALL ATTORNEY RIHS AT 239-643-1845.

Dominaque Rihs

Enclosures: Articles of Organization original & 1 copy Check for \$130 to Dept of State

ARTICLES OF ORGANIZATION

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ARTICLES OF ORGANIZATION FOR

Gulf Getaway, L.L.C.

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I- NAME:

The name of the Limited Liability Company is: Gulf Getaway:

ARTICLE II- Address:

The mailing address & street address of the principal office of the Limited Liability Company is: Greenberg & Traurig, Attn; Mrs. Holly R. Skolnick, Esq., 1221 Bricknell Avenue, Miami, FL 33131. The name & address of the Company's initial registered agent shall be Dominique Rihs, Esq., Dominique Rihs, P.A., 5131 Sunbury Court, Naples, FL 34104.

ARTICLE III- Duration:

The period of duration for the Limited Liability Company shall be 30 years from the date these Articles are filed with the Department of State of the State of Florida, unless earlier terminated as provided in Article VII of these Articles of Organization or as provided by Florida Chapter 608, as amended from time to time.

ARTICLE- IV Purpose:

The purpose or purposes for which the Company is organized are: to hold properties for investment, development & lease; & for all other transactions that are legal under state & federal laws & which a limited liability company may engage in under Florida Chapter 608, as amended.

ARTICLE- V Management:

The Limited Liability Company is to be managed by the member(s) and the name(s) & addresses(es) of the member(s) is:

National Safe Harbor Exchanges a California corporation 2390 E. Camelback Road Suite 210 Phoenix, AZ 85016

ARTICLE- VI Admission of Additional Members:

Additional members shall be admitted to the Company upon the approval of all then-existing member(s) of the Company & upon such terms & conditions of admission as shall be established by agreement of all then-existing member(s) of the Company.

The limited liability company shall have the right to 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 if all the remaining members consent to the continuance of the Company's business notwithstanding the death, insanity, bankruptcy, retirement, resignation, expulsion or dissolution of any member. Further, the Company shall be dissolved upon unanimous agreement of the Company shall b

ARTICLE- VIII Initial Capitalization:

The Company's initial capitalization shall be \$\frac{\sqrt{00}}{\cdot\}\$. Tif any member has agreed to make any additional contribution of capital to the Company, the amounts of all such contributions (including the description & agreed value of any non-cash property) & the terms at which or events upon the happening of which (a "Triggering Event") such additional contributions shall be made, shall be described in the schedule entitled "B".

ARTICLE- IX Membership & Operating Agreement:

The members of the Company shall enter into a Membership & Operating Agreement to regulate the affairs of the Company; provided, however, that said operating agreement shall not contravene these Articles or the Act. The management of the Company shall be reserved to the members & the respective duties & authorities of each of the members shall be as set forth in their Membership & Operating Agreement.

IN WITNESS WHEREOF, the undersigned, being the initial member of the Company, for the purpose of forming a limited liability company under the Act has executed these Articles, this 26th day of December, 2002.

National Safe Harbor Exchanges,

a California corporation, (100% member)

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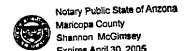
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Kelly A, Bradley, Asst. Y.P

STATE OF ARIZONA COUNTY OF

The foregoing Articles of Organization were acknowledged before me this 26th day of December 2002 by Kelly A. Bradley, as Asst. V.P. of National Safe Harbor Exchanges, a California corporation on behalf of the corporation as the sole member of Gulf Getaway, L.L.C. & said person is personally known to me OR ____

produced drivers license as ID & did take an oath.



Notary Public

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT & REGISTERED OFFICE

PURSUANT TO THE PROVISION OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is : Gulf Getaway, L.L.C.
- 2) The name & address of the registered agent and office is:

Dominique Rihs (Name)

Dominique Rihs, P.A. 5131 Sunbury Court Naples, FL 34104

(Physical Address in Florida)

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 any duties & I am familiar with and accept the obligations of my position as registered agent.

Dated: December 24th, 2002

Registered Agent Dominique Rihs

SCHEDULE "B" TO

ARTICLES OF ORGANIZATION FOR

Gulf Getaway, L.L.C.



There are no required additional contributions at this time nor any triggering event requiring additional contributions.