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LIMITED LIABILITY COMPANY

THE EMPRESS OF FT. MYERS, LLC

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 18, 2003

ADORNO & YOSS, P.A.

SUBJECT: THE EMPRESS OF FT. MYERS, LLC
REF: W03000011241

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FROM-ADORNO & YOSS P.A.

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 NAME : ADORNO & YOSS P.A.
 SCAN COUNT : 208448 (00030F01)
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**ARTICLES OF ORGANIZATION
OF
THE EMPRESS OF FT. MYERS, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

**ARTICLE I
NAME**

The name of this limited liability company is THE EMPRESS OF FT. MYERS, LLC (the "Company").

**ARTICLE II
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 101 North Riverside Drive, Suite 214, Pompano Beach, Florida 33062.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent of the Company is Frank J. Rosso, 101 North Riverside Drive, Suite 214, Pompano Beach, Florida 33062.

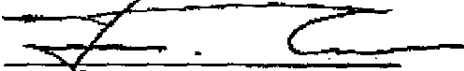
**ARTICLE IV
MANAGEMENT**

The Company shall be a Manager-Managed entity.

The undersigned executed these Articles of Organization on this 17th day of April, 2003.

Authorized Representative of the Members:

(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.)


Frank J. Rosso

Brian Andrew Pearman, Esq. FL Bar # 0157023
Adorno & Yoss, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
Phone No: (954) 763-1200

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

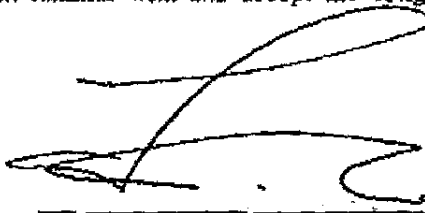
1. The name of the limited liability company is:

THE EMPRESS OF FT. MYERS, LLC

2. The name and the Florida address of the registered agent are:

Frank J. Rosso
101 North Riverside Drive, Suite 214
Pompano Beach, Florida 33062

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.



Frank J. Rosso

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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