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LIMITED LIABILITY COMPANY

ABATON-CARLTON DEVELOPMENT, LLC

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ARTICLES OF ORGANIZATION

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ABATON-CARLTON DEVELOPMENT, LLC

ARTICLE I - Name

The name of the Limited Liability Company is Abaton-Carlton Development, LLC (the "Company").

ARTICLE 1 - Address

The mailing address and street address of the principal office of the Company is P.O. Box 311, Palm Beach, FL 33480.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 103 North Meridian Street, Lower Level, Tallahassea, FL 32301, and the name of its initial registered agent at such office is CorpEtrect Agents, Inc.

ARTICLE IV - Management

The Company is to be managed by one or more managers and is therefore a managermanaged company.

In accordance with Section 606.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. Dated this 23rd day of October, 2003.

Fisher, Authorized Signor

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608. Dated this 23rd day of October, 2003.

CORPDIRECT AGENTS, INC.

Registered Agent