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IVISION OF CORPORATION



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SLOTT & BARKER

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

334 EAST DUVAL STREET
JACKSONVILLE, FLORIDA 32202-2718
TELEPHONE (904) 353-0033
TELECOPIER (904) 355-4148

ARNOLD H. SLOTT, P.A. E-mail: ahslott@bellsouth.net

EARL M. BARKER, JR., P.A. E-mail: embarker@belisouth.net

December 5, 2003

TERENCE G. VANE, JR. E-mail tgvane@bellsouth.net

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

Re: Point Break Holdings, LLC

Ladies and Gentlemen:

I enclose original and copy of Articles of Organization for Point Break Holdings, LLC.

I also enclose our check for \$125.00 as the Filing Fee and Registered Agent Fee. Please send your acknowledgment to our office at the address listed above.

Thank you for your assistance.

Sincerely,

Carol-Anne Hallam, CLA Certified Legal Assistant

Carre Anne Hallam

:cah Enclosures 03 DEC -9 PM 3: 12

ARTICLES OF ORGANIZATION OF POINT BREAK HOLDINGS, LLC

The undersigned subscriber to these Articles of Organization (these "Articles"), a natural person competent to contract and the Authorized Representative of a member of the limited liability company hereinafter named, hereby forms a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Sections 608.401, et seq., of the State of Florida. All capitalized terms in these Articles shall have the meaning defined by the Florida Limited Liability Company Act or, if not there defined, shall have the meaning defined in its Operating Agreement.

ARTICLE I

The name of the limited liability company is Point Break Holdings, LLC (the "Company").

ARTICLE II COMPANY ADDRESS

The street address of the principal office of the Company is 705 Great Egret Way, Ponte Vedra Beach, Florida 32082, and its mailing address is 705 Great Egret Way, Ponte Vedra Beach, Florida 32082.

ARTICLE III REGISTERED AGENT

The street address of this Company's initial registered office is Slott & Barker 334 East Duval Street, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is Arnold H. Slott.

ARTICLE IV DATE FOR DISSOLUTION

The Company is to be a term company, and the latest date on which it is to be dissolved and its affairs wound up is December 31, 2050.

ARTICLE V OPERATING AGREEMENT

The affairs of the Company and the conduct of its business, the duties of its Members in addition to those established by law and the relations between and among the Members, managers and Company shall be governed by its Operating Agreement, which shall be adopted by its Members.

EFFECTIVE DATE

12/05/03

ARTICLE VI MANAGEMENT

The Company is to be managed by a Member manager. The name and street and mailing address of the initial Manager is Randall L. Murphy, 705 Great Egret Way, Ponte Vedra Beach, Florida 32082.

ARTICLE VII LIABILITY

None of the Members of the Company are to be liable for its debts and obligations.

ARTICLE VIII EFFECTIVE DATE

The Company shall begin its existence on December 5, 2003.

DATED at Jacksonville, Florida, on December 5, 2003)

Arnold H. Slott, as Authorize Representative of the aforementioned

Member manager

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with law, the following is submitted:

First that Point Break Holdings, LLC, desiring to organize or qualify under the laws of the State of Florida, with the street address of its principle place of business at 705 Great Egret Way, Ponte Vedra Beach, Florida 32082, has named Arnold H. Slott, located at the offices of Slott & Barker, 334 East Duval Street, Jacksonville, Florida, as its registered agent and its agent to accept service of process within Florida.

POINT BREAK HOLDINGS, LLC

By:

Arnold H. Slott, as Authorized Representative of the Member manager Named in the Articles of Organization

DIVISION OF CORPORATIONS

Having been named as registered agent to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of registered agent as provided by Florida Statutes, Chapter 608.

DATED:

December 5, 2003.

Arnold H. Slott Registered Agent

DIVISION OF CORPORATIONS

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