

02/16/2004 MON 8:16 FAX 239 334 4100 Henderson, Franklin et al

Division of Corporations

001/003

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LIMITED LIABILITY COMPANY
CARIBBEAN HOLDINGS OF FLORIDA, LLC

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**ARTICLES OF ORGANIZATION
OF
CARIBBEAN HOLDINGS OF FLORIDA, LLC**

ARTICLE I - NAME

The name of the limited liability company shall be CARIBBEAN HOLDINGS OF FLORIDA, LLC (the "Company").

ARTICLE II - STREET AND MAILING ADDRESS

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

1639 East Cape Coral Parkway, Suite 105
Cape Coral, Florida 33904

ARTICLE III - EFFECTIVE DATE

This limited liability company's existence shall commence upon the filing of these Articles and shall terminate on December 31, 2054.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company is:

Name

Address

GEORGE K. BEZANSON, II,

1639 East Cape Coral Parkway
Suite 105
Cape Coral, Florida 33904

ARTICLE V - PURPOSE

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

ARTICLE VI - MANAGEMENT OF THE COMPANY

Management of the Company is reserved to the Members and each Member shall act as a Managing Member.

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ARTICLE VII- OPERATING AGREEMENT

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned, being a Member of the Company, has executed these Articles of Organization, this 12 day of February, 2004.


GEORGE K. BEZANSON, II, Member

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: CARIBBEAN HOLDINGS OF FLORIDA, LLC.
2. The name and address of the registered agent and office is:

GEORGE K. BEZANSON, II
1639 East Cape Coral Parkway
Suite 105
Cape Coral, Florida 33904

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.


GEORGE K. BEZANSON, II
Registered Agent

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