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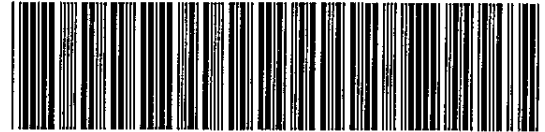
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAY 13 2004

KLEIN & DOBBINS, P. L.

ATTORNEYS AND COUNSELORS AT LAW

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May 3, 2004

VIA FEDERAL EXPRESS

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

Re: Palm Breezes Club, LLC/Formation

Dear Sirs or Madams:

Enclosed please find the Articles of Organization for Palm Breezes Club, LLC.
Also enclosed is a check in the amount of \$125.00 (\$100.00 filing fee for Articles, \$25.00
registered agent fee).

If anything further is required, please feel free to contact me at the above number.

Best Regards,



W. Lee Dobbins

Enclosures

WLD/hr

cc: Steven A. Neiberg

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR
PALM BREEZES CLUB, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do hereby set forth the following:

ARTICLE I - NAME OF COMPANY

The name of the Limited Liability Company (the "Company") is PALM BREEZES CLUB, LLC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Company is 14255 US Highway 1, Loggerhead Plaza - 219, Juno Beach, FL 33408.

ARTICLE III - PERIOD OF DURATION

This Company shall exist perpetually.

ARTICLE IV - MANAGEMENT

The Company shall be a manager-managed Company.

ARTICLE V - PURPOSE

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a Company organized and existing by virtue of such laws.

ARTICLE VI - REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial registered agent is Klein & Dobbins, P. L. at 805 Virginia Avenue, Suite 25, Fort Pierce, FL 34982.

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IN WITNESS WHEREOF, the undersigned Manager of the Company has made and subscribed these Articles of Organization this 30 day of April, 2004.

DAVID MATTHEWS GROUP, L. L. C., a Florida limited liability company, Manager

By: 

Steven A. Neiberg, Managing Member

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ACCEPTANCE BY REGISTERED AGENT

Having been named as the registered agent for the above-mentioned Company at the place designated in the foregoing Articles of Organization, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

KLEIN & DOBBINS, P. L., a Florida professional limited liability company

By: 

W. Lee Dobbins, Vice President

Date: April 30, 2004

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