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2004 MAY 19 P 3:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

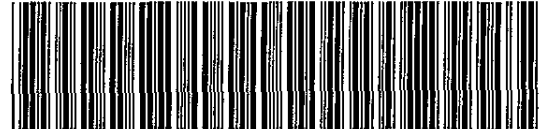
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/19/04--01045--015 **155.00

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Schofield & Spencer, P. A.

Suite 300
1429 60th Avenue West
(Flamingo Boulevard)
Bradenton, Florida 34207

Attorneys at Law

(941) 755-2674

Fax (941) 756-9981

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. Allen Schofield
Mary Anne Spencer
†Laura Jean Guy
Kathleen Constantine
†Also Admitted in the State of
North Carolina

May 17, 2004

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
TALLAHASSEE, FLORIDA 32314

RE: **BIMINI BAY, LLC**

Dear Sir:

Enclosed herewith please find the original and one copy of Articles regarding the above named new Limited Liability Company.

Also enclosed is our check in the amount of \$155.00 to cover Filing Fee, Registered Agent's Fee, Corporate Tax and Certified Copy of the Articles .

Please return certified copy of Articles to this office at your earliest convenience.

Sincerely,

SCHOFIELD & SPENCER, P.A.


P. Allen Schofield

PAS/csh

Enclosures

ARTICLES OF ORGANIZATION
OF
BIMINI BAY, LLC.

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SECRETARY OF STATE
RECEIVED

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **BIMINI BAY, LLC.**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 526 74th Street, Holmes Beach, FL 34217.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are P. Allen Schofield, Esq., 1429 60th Avenue West, Suite #300, Bradenton, FL 34207.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as set forth in the Operating Agreement

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the Operating Agreement.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the Operating Agreement of the company, but the transferee shall have no right to participate in the management of the business and affairs of the

- company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member of manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

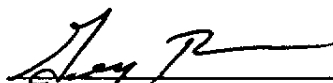
ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with Operating Agreement adopted by the members for the management of the business and affairs of the company. The Management Agreement may contain any provisions for the management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Greg Ross, 526 74th Street, Holmes Beach, FL 34217.

The names and addresses of the Initial members of the company are;

Greg Ross, 526 74th Street, Holmes Beach, FL 34217.
Robert Spencer IV 4820 River View Blvd.
Bradenton Florida, 34209

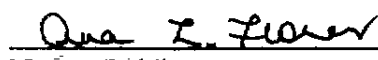
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization on MAY 5, 2004.



Greg Ross

State of Florida

Sworn to and subscribed before me this 5th day of May, 2004, by Greg Ross.



Notary Public



Ana L. Flores
My Commission DD002125
Expires February 18, 2005

Personally Known OR Produced Identification as follows;

Type of Identification Produced: _____

(Seal)

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2004 MAY 19 P 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida:

Robert Spencer IV

Robert Spencer IV

Sworn to and subscribed before me this 5th day of May, 2004, by Robert Spencer IV.

Ana L Flores



Ana L Flores
My Commission DD002125
Expires February 18, 2005

Notary Public

Personally Known OR Produced Identification as follows;

Type of Identification Produced: _____

(Seal)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Registered Agent/Registered Office


CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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 BIMINI BAY, LLC
2. The name and the Florida street address of the registered agent and registered office are:

P. ALLEN SCHOFIELD
1429 60th Avenue W., Suite 300
Bradenton, Florida 34207

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.


P. ALLEN SCHOFIELD

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SECRETARY OF STATE

ARTICLES OF ORGANIZATION
OF
BIMINI BAY, LLC.

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TALLAHASSEE, FLORIDA

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SCHOFIELD & SPENCER, P.A., ATTORNEYS AT LAW, 1429 60TH AVE. WEST, SUITE 300, BRADENTON, FL 34207, 941/755-2674, FAX 941/756-0981

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

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The names and addresses of the Initial members of the company are;

Greg Ross, 526 74th Street, Holmes Beach, FL 34217.
Robert Spencer IV 4820 River View Blvd.
Bradenton Florida, 34209

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization on MAY 5, 2004.


Greg Ross

State of Florida

Sworn to and subscribed before me this 5th day of May, 2004, by Greg Ross.

Ana L. Fisher
Notary Public



Ana L Flores
My Commission DD002125
Expires February 18, 2005

Personally Known OR Produced Identification as follows;

Type of Identification Produced:

(Seal)

Registered Agent/Registered Office


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P. ALLEN SCHOFIELD