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2004 AUG 26 P 2:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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TO: Registration Section  
Division of Corporations

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SUBJECT: Kini Viwas, L.L.C.  
(Name of Limited Liability Company)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JEFFREY E. FLETCHER

(Name of Person)

Kini Viwas, L.L.C.

(Firm/Company)

2060 HIGHWAY A1A - SUITE 309

(Address)

INDIAN HARBOR BEACH, FL 33437

(City/State and Zip Code)

For further information concerning this matter, please call:

JEFFREY E. FLETCHER

(Name of Person)

at ( 381 ) 779-8400

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

MAILING ADDRESS:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

- \$100 Filing Fee for Articles of Organization
- \* 05 Designation of Registered Agent
- \* 30 Certified Copy
- \* 5 Certificate of Status

**ARTICLES OF ORGANIZATION**

**OF**

**KIWI VILLAS, L.L.C.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a limited liability company under the Florida Limited Liability Act, Fla. Stat. Chapter 608, hereby make, acknowledge and file the following Articles of Organization:

**ARTICLE I - NAME**

The name of the Limited Liability Company shall be:

KIWI VILLAS, L.L.C.

**ARTICLE II - ADDRESS**

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

2060 Highway A1A, Suite 309  
Indian Harbour Beach, Florida 32937

**ARTICLE III - DURATION**

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida are:

Patrick F. Healy, Esq.  
1800 West Hibiscus Boulevard  
Suite 138  
Melbourne, Florida 32901

**FILED**

**ARTICLE V – LIMITATION ON AGENCY AUTHORITY OF MEMBERS**

Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no member of the company shall be an agent of the company solely by virtue of being a member.

2004 AUG 24 10 24 AM  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI – 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 VII – MEMBERS' RIGHT TO CONTINUE BUSINESS**

The company shall be dissolved on the death, bankruptcy or dissolution of a member or 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 a majority vote of all the remaining members.

**ARTICLE VIII – MANAGEMENT**

The Limited Liability Company is to be managed by a manager or managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, I have signed these Articles of Organization as a member, or an authorized representative of a member, and acknowledged them to be my act this \_\_\_\_ day of August, 2004.

  
\_\_\_\_\_  
Jeffrey E. Fleis, Member

STATE OF FLORIDA  
COUNTY OF BREVARD

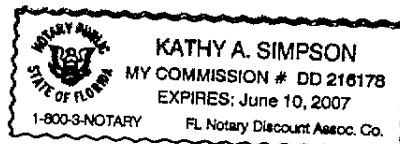
The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of August, 2004, by JEFFREY E. FLEIS, who [☒] is personally known to me or SECRETARY OF STATE produced TALLAHASSEE, FLORIDA as Identification.

*Kathy A. Simpson*

Print Name: KATHY A. SIMPSON

Notary Public-State of Florida

Commission Number: DD 216178



**KIWI VILLAS, L.L.C.**  
**CERTIFICATE OF DESIGNATION OF**  
**REGISTERED AGENT/REGISTERED OFFICE**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


Under the provisions of F.S. 608.414 or 608.507, KIWI VILLAS, L.L.C. 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 KIWI VILLAS, L.L.C.
2. The name and street address of the registered agent are:

Patrick F. Healy, Esq.  
1800 West Hibiscus Boulevard  
Suite 138  
Melbourne, Florida 32901

The undersigned, being the person named in the Articles of Organization of KIWI VILLAS, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and 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 his duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated: August \_\_\_\_, 2004

  
\_\_\_\_\_  
Patrick F. Healy  
Registered Agent