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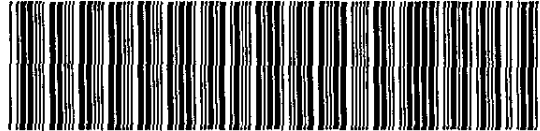
(Business Entity Name)

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TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Resort Condominiums II, LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time ☐ Photocopy
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NEW FILINGS

☐ Profit
☒ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

ARTICLES OF ORGANIZATION

ARTICLE I - Name

The name of the limited liability company is Resort Condominiums II, LLC. ("Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 3520 Oaks Way, Suite 605, Pompano Beach, Florida 33069.

ARTICLE III - Registered Agent

The name and street address of the registered agent of the Company in the state of Florida is Robert M. Haber, Esq., Freeman, Haber, Rojas & Stanham, LLP., 520 Brickell Key Drive, Suite O-305, Miami, Florida 33131.

ARTICLE IV - Management

The Company is to be managed by two managers and the names and addresses of such managers who are to serve as managers are:

Deighton Edwards
3520 Oaks Way, Suite 605
Pompano Beach, Florida 33069

Derik Edwards
3520 Oaks Way, Suite 605
Pompano Beach, Florida 33069

The Company is to be a manager-managed company.

ARTICLE V - Duration

The period of duration for the Company shall be perpetual.

ARTICLE VI - Admission of Additional Members

The members will have the right to admit additional members.


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ARTICLE VII - Members Right to Continue Business

The remaining members of the Company will have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

In accordance with Florida Statutes, Section 608.408(3), the undersigned, as the authorized representative of a member by his execution below, hereby affirms under penalties of perjury that the facts stated herein are true.

October 20, 2004



Robert M. Haber

Instrument prepared by:
Robert M. Haber, Esq.
Freeman, Haber, Rojas & Stanham, LLP.
520 Brickell Key Drive, Suite O-305
Miami, Florida 33131

**STATEMENT AND ACCEPTANCE OF
DESIGNATION OF REGISTERED AGENT**

Pursuant to the provisions of Florida Statutes, Section 608.415, the undersigned, as registered agent designated by Resort Condominiums II, LLC., hereby submits the following statement:

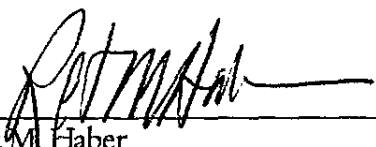
1. The name of the limited liability company is:

Resort Condominiums II, LLC.

2. The name and address of the registered agent and office is:

Robert M. Haber, Esq.
Freeman, Haber, Rojas & Stanham, LLP.
520 Brickell Key Drive, Suite O-305
Miami, Florida 33131

Having been designated as registered agent and to accept service of process for the above state limited liability company at the place designated in this statement, 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.



Robert M. Haber

October 20, 2004