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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Vero Beach Hotel and Club, LLC

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STATE OF FLORIDA
TALLAHASSEE

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**ARTICLES OF ORGANIZATION
OF
VERO BEACH HOTEL AND CLUB, LLC**

I, the undersigned authorized representative of the Members, hereby makes, acknowledges and files these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this Limited Liability Company is:

Vero Beach Hotel and Club, LLC

**ARTICLE II
ADDRESS**

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

3540 Forest Hill Blvd.
Suite 203
West Palm Beach, Florida 33406

**ARTICLE III
DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV
MANAGEMENT**

The powers of the Limited Liability Company shall be exercised by or under the authority of, and the business and affairs of the Limited Liability Company shall be managed under the direction of its Managers and is, therefore, a manager-managed company.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

The Members shall have the right to admit additional members.

IN WITNESS WHEREOF, the undersigned authorized representative of the Members has made and subscribed these Articles of Organization at West Palm Beach, Florida, for the uses and purposes aforesaid, this 16th day of November, 2004.

A handwritten signature in black ink, appearing to read "Alan I. Armour II", is written over a horizontal line.

Alan I. Armour II, Authorized Representative of the
Members

**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:

Vero Beach Hotel and Club, LLC

2. The name and the Florida street address of the registered agent and office are:

Alan I. Armour II
1645 Palm Beach Lakes Blvd.
Suite 1200
West Palm Beach, Florida 33401

Having been named as registered agent to accept service of process for the above-stated limited liability company, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.



Alan I. Armour II, Registered Agent