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TRANSMITTAL LETTER

December 30, 2004

TO: Registration Section
Division of Corporations

SUBJECT: TWO DOLPHINS LLC
(Name of Limited Liability Company)

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

Please return all correspondence concerning this matter to the following:

H. DAVIS UPCHURCH, JR., ESQ.

(Name of Person)

(Firm/Company)

1510 N. Ponce de Leon Blvd.

(Address)

St. Augustine, Florida 32084

(City/State and Zip Code)

For further information concerning this matter, please call:

H. Davis Upchurch, Jr., Esq. at (904) 825-1990

(Name of Person)

(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

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: TWO DOLPHINS LLC

ARTICLE II - Address:

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

Principal Office Address:

6921 Richards Place
St. Augustine, Florida 32080

Mailing Address:

PO Box 1117
St. Augustine, Florida 32085-1117

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

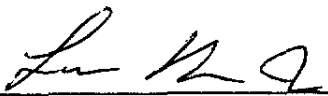
The name and the Florida street address of the registered agent are:

Name
(Lewis Barnes, Jr.)
6921 Richards Place

Florida street address (P.O. Box **NOT** acceptable)
St. Augustine FL 32080

City, State, and Zip

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 as provided for in Chapter 608, F.S..



Registered Agent's Signature

(Lewis Barnes, Jr.)

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

MGR

Name and Address:

Lewis Barnes, Jr.

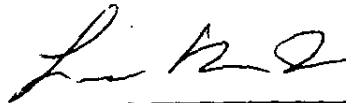
6921 Richards Place

St. Augustine, Florida 32080

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested. See attached.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Lewis Barnes, Jr.

Typed or printed name of signer

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

TWO DOLPHINS LLC

ARTICLE V
Effective Date

The effective date of incorporation shall be January 1, 2005.