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FROM AKERMAN SENTERFITT 16E.

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LIMITED LIABILITY COMPANY

CARABELLE I, LLC

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
CARABELLE I, LLC
a Florida limited liability company**

The undersigned, being the sole Member of Carabelle I, LLC, for the purpose of organizing a limited liability company pursuant to the laws of the state of Florida, does hereby adopt the following Articles of Organization:

ARTICLE I – NAME

The name of this limited liability company is Carabelle I, LLC (the "Company").

ARTICLE II – COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the Company shall commence on the date these Articles of Organization are accepted and filed with the Florida Department of State, and the existence of the Company shall be perpetual.

ARTICLE III – PURPOSE

The Company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act.

ARTICLE IV- REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Company is: 705-B Sebastian Boulevard, Sebastian, Florida 32958, and the name of the Company's initial registered agent at that address is J. SCOTT SANDERS. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment to these Articles of Organization.

ARTICLE V – PLACE OF BUSINESS

The mailing address and the street address of the principal office of the Company is 705-B Sebastian Boulevard, Sebastian, Florida 32958.

ARTICLE VI – ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members and the terms and conditions of the admissions shall be as set forth in the Operating Agreement established for the Company.

ARTICLE VII – MANAGEMENT BY MEMBERS

The Company shall be managed by its members as set forth in the Operating Agreement. The current Managing Member is: GRAND LEGACY, LLP, 705-B Sebastian Boulevard, Sebastian, Florida 32958.

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ARTICLE VIII - OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company is vested exclusively in the members of the Company.

ARTICLE IX - TERMINATION OF A MEMBERSHIP INTEREST

The Company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any event which terminates the continued membership of a member in the Company, except as may otherwise be set forth in the Operating Agreement.

ARTICLE X - AMENDMENT OF ARTICLES OF ORGANIZATION

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the members is subject to this reservation, which amendment or repeal shall only be effectuated by the unanimous written approval of all members of the Company or as otherwise provided in the Operating Agreement for the Company.

ARTICLE XI - HEADINGS AND CAPTIONS

The headings or captions of these Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true and effective as of the date of filing with the Florida Department of State.

CARABELLE I, LLC

By: **GRAND LEGACY, LLP**, a Florida
limited liability partnership and its sole
member

By: 
J. Scott Sanders, General Partner

DATED: January 20, 2005SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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REGISTERED AGENT ACCEPTANCE

Having been named as registered agent for Carabelle I, LLC, and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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.

By: 
J. Scott Sanders, Registered Agent

Date: January 20, 2005

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