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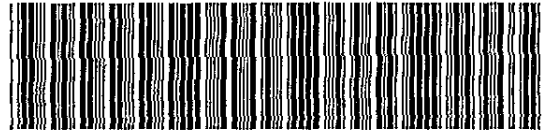
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January 19, 2005

Philip F. Nohrr, Esq.

E-MAIL ADDRESS:  
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File No. 200403-40

Division of Corporations  
Florida Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

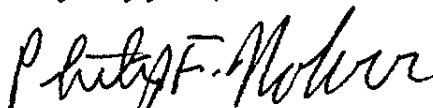
Re: Pier Resort Condominium, LLC

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Organization of Pier Resort Condominium, LLC. Our check in the amount of \$155.00 is also enclosed. Kindly forward a certified copy of the Articles of Organization to our office at your earliest convenience.

Thank you for your assistance in this regard.

Very truly yours,

  
Philip F. Nohrr

PFN/hms  
Enclosures

**ARTICLES OF ORGANIZATION**  
**OF**  
**PIER RESORT CONDOMINIUM, LLC**

The undersigned desiring to form a limited liability company pursuant to Chapter 608, *Florida Statutes*, hereby states as follows.

**ARTICLE I - NAME**

The name of this limited liability company (the "Company") is **PIER RESORT CONDOMINIUM, LLC**.

**ARTICLE II - PRINCIPAL OFFICE**

The mailing address of the principal office of the Company is PO Box 536, Melbourne, FL 32902-0536 and the street address is 104 South Harbor City Blvd., Melbourne, FL 32901.

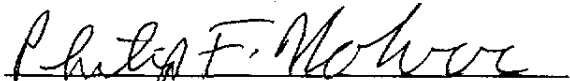
**ARTICLE III - REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent for service of process in the state for this Company is Joy J. Gilliland, 104 South Harbor City Blvd., Melbourne, Florida 32901.

**ARTICLE IV - DURATION**

The existence of the Company shall commence upon filing these Articles of Organization and shall continue perpetually.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization this 13th day of January, 2005.

  
PHILIP F. MOHRR, a representative  
of a member authorized to execute  
these Articles of Organization.

GRAYROBINSON, P.A.  
1800 West Hibiscus Blvd., Ste. 138  
Melbourne, FL 32901  
Telephone: 321-727-8100

Facsimile: 321-984-4122

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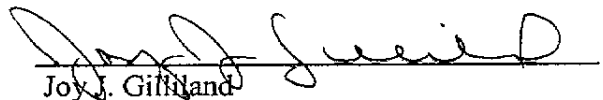
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415, *Florida Statutes*, the following is submitted in compliance with said Act:

FIRST, that **PIER RESORT CONDOMINIUM, LLC**, desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Organization in the City of Melbourne, County of Brevard, State of Florida, has named Joy J. Gilliland, 104 S. Harbor City Blvd., Melbourne, Florida 32901 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I am familiar with the obligations of a registered agent under Chapter 608, *Florida Statutes*, and I hereby accept to act in this capacity and agree to comply with the provisions of said Chapter relative to keeping open said office.

  
Joy J. Gilliland