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Account Name : STEEL HECTOR & DAVIS
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L05-16540

LIMITED LIABILITY COMPANY

MID-OCEAN OF PALM BEACH, LLC

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$155.00

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 17, 2005

STEEL HECTOR & DAVIS

SUBJECT: MID-OCEAN OF PALM BEACH, LLC
REF: W05000008293

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Lee Rivers
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DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION
OF
MID-OCEAN OF PALM BEACH, LLC

ARTICLE I

The name of the limited liability company is Mid-Ocean of Palm Beach, LLC (the "Company").

ARTICLE II

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

Two North Breakers Row, #ST2
Palm Beach, FL 33480

ARTICLE III

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

James C. Curvey
Two North Breakers Row, #ST2
Palm Beach, FL 33480

ARTICLE IV

The Company is to be managed by one or more managers, and is therefore a manager-managed company.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization on the day of February, 2005.

By: David C. Weinstein
David C. Weinstein, Co-Trustee of the
Curvey 1998 Issue Trust

By: Christopher C. Curtis
Christopher C. Curtis, Co-Trustee of
the Curvey 1998 Issue Trust

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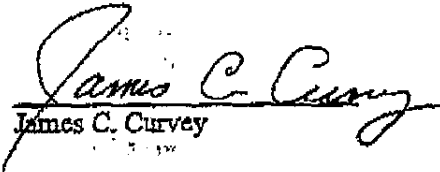
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Name of Limited Liability Company: Mid-Ocean of Palm Beach, LLC

Name and Office: James C. Curvey
Address of Registered Agent: Two North Breakers Row, #ST2
Palm Beach, FL 33480

I agree to act as initial registered agent to accept service of process for the limited liability company named above at the place designated in this certificate. I agree to comply with Section 608.415, Florida Statutes, and all other statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent.

Dated: February 17, 2005


James C. Curvey

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