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Page 002

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Page 001

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

EDGEWATER BY THE BAY GP, LLC

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Fax Audit Number: H05000078711 3**ARTICLES OF ORGANIZATION****OF****EDGEWATER BY THE BAY GP, LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be: EDGEWATER BY THE BAY GP, LLC.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company shall be 13081 SW 133rd Ct., Miami, Florida 33186, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The initial registered office of this limited liability company is 13081 SW 133rd Ct., Miami, Florida 33186. The initial registered agent at that address is Oscar Fernandez.

ARTICLE IV

This limited liability company shall commence its existence as of March 30, 2005, and shall exist perpetually thereafter unless sooner dissolved.

ARTICLE V

This limited liability company will be a manager-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 30th day of March, 2005.

Perceptive Visions, LLC, Manager

By: Michael Cormier MANAGER
Michael Cormier, Manager

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05 MAR 31 PM 3:29

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Fax Audit No. H05000078711 3**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 608.415, Florida Statutes, the limited liability company referenced below submits the following statement in designating the registered office/registered agent, in the State of Florida.

FIRST -- The name of the limited liability company is Edgewater by the Bay GP, LLC.

SECOND -- The name and address of the registered agent and office is:

Oscar Fernandez
13081 SW 133rd Ct.
Miami, Florida 33186

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.

Dated this 30th day of March, 2005.



Oscar Fernandez, Registered Agent

#160456

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