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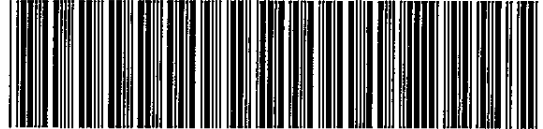
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CAPITAL CONNECTION, INC.

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- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
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- ☐ UCC 1 or 3 File
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Signature

Requested by:

Name SP Date 4/11/05 Time 10:05

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**ARTICLES OF ORGANIZATION
OF
HAWAII KO OLINA KAI S17, LLC
a Florida Limited Liability Company**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Limited Liability Company is: **HAWAII KO OLINA KAI S17, LLC.**

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 1100 Osceola Avenue, Clearwater, FL 33755.

ARTICLE III - DURATION

The Company's existence shall commence upon the acceptance of the Articles of Organization by the Secretary of the State of Florida and shall continue in existence until the expiration of fifty (50) years from such commencement date, unless sooner terminated, liquidated, or dissolved by law or by the unanimous consent of the members.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by its Manager(s) in accordance with the Operating Agreement of the Company. The name and address of the initial Manager who is to serve is:

Carol Berc
1100 Osceola Avenue
Clearwater, FL 33755

The Member(s) may designate or appoint other Managers in the sole and unfettered discretion of the Member(s), subject only to the condition that such additional Manager(s) must agree in writing to be bound by the terms of the Operating Agreement of the Company.

ARTICLE V - ADMISSION OF NEW MEMBERS

The right, if given, of the Members to admit additional Member(s), and the terms and conditions of the admission shall be:

The Member(s) may admit new members in the Member(s)'s sole and unfettered discretion, subject only to the condition that such additional member must agree in writing to be bound as a member by the Operating Agreement of the Company.

ARTICLE VI - VOTING UNITS

The Member(s) may establish voting units in accordance with the Operating Agreement of the Company. The voting units may have multiple classes, which may include voting and nonvoting units.

ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member of the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company shall not terminate the Company, and the business of the Company shall be automatically continued, so long as there is at least one remaining Member.

ARTICLE VIII - OFFICERS

The Member(s) may establish such Officers as the Member(s) deem necessary in the sole and unfettered discretion of the Member(s) in order to carry out the business of the Limited Liability Company. Such Officers and the authority vested in such Officers shall be established in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IX - REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are: Joseph A. DiVito, Esquire, DiVito & Higham, P.A., 4514 Central Avenue, St. Petersburg, Florida 33711.

HAWAII KO OLINA KAI S17, LLC

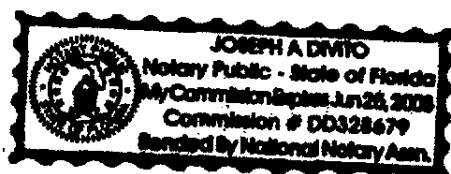
BY: Carol Ann Berc, He
Carol Ann Berc, Trustee U/A/D February 1, 2000

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT was acknowledged before me this 7th day of April, 2005 by CAROL ANN BERK, Trustee U/A/D February 1, 2000, as authorized representative and Member of HAWAII KO OLINA KAI S17, LLC, who is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid on the day and year first written above.

Joseph A. DiVito
Notary Public
My Commission Expires:



ACCEPTANCE BY DESIGNATED REGISTERED AGENT

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.

Dated this 7th day of April, 2005

REGISTERED AGENT


Joseph A. DiVito