

MAY-11-05 17:27
Division of Corporations

AKERMAN SENTERFITT & EIDSON

(407) 843-8660

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LIMITED LIABILITY COMPANY

SUNSET PALMS RESORT, LLC

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I – Name

The name of the Limited Liability Company is: **SUNSET PALMS RESORT, LLC.**

ARTICLE II – Address

The mailing address and, if different, the street address of the principal office of the Limited Liability Company is:

Mailing Address: P. O. Box 1040
Oakland, Florida 34760

Street Address: 2 West Oakland Avenue, Suite 300
Oakland, Florida 34760

ARTICLE III – Existence and Duration

The Limited Liability Company shall commence its existence on the date that these Articles of Organization are filed and its duration shall be perpetual.

ARTICLE IV – Management

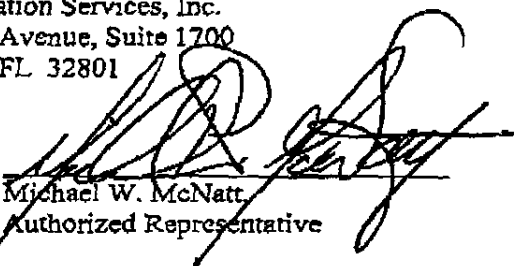
The Limited Liability Company is to be managed by its members and is therefore a member-managed company.

ARTICLE V – Registered Agent

The name and street address of the initial registered agent of the Limited Liability Company is:

American Information Services, Inc.
255 South Orange Avenue, Suite 1700
Orlando, FL 32801

May 11, 2005


Michael W. McNatt
Authorized Representative

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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REGISTERED AGENT ACCEPTANCE:

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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.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**AMERICAN INFORMATION SERVICES,
INC.**

May 11, 2005

By: Rebecca S. Matz
Rebecca S. Matz,
Assistant Secretary