

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000047995
FILED 8:00 AM
May 13, 2005
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

BAHIA MAR RESIDENTIAL RESORT LLC

Article II

The street address of the principal office of the Limited Liability Company is:

9050 PINES BLVD
SUITE 386
PEMBROKE PINES, FL. 33024

The mailing address of the Limited Liability Company is:

9050 PINES BLVD
SUITE 386
PEMBROKE PINES, FL. 33024

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

KENNETH W MCCOY
9050 PINES BLVD
SUITE 386
PEMBROKE PINES, FL. 33024

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.

Registered Agent Signature: KENNETH W. MCCOY

Article V

The name and address of managing members/managers are:

Title: MGR
KENNETH W MCCOY
9050 PINES BLVD, SUITE 386
PEMBROKE PINES, FL. 33024

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Signature of member or an authorized representative of a member

Signature: KENNETH W MCCOY