

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

L05000048142
FILED 8:00 AM
May 16, 2005
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:
BELLA CASA RESORT, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
657 CALEDONIA PLACE
SANFORD, FL. US 32771

The mailing address of the Limited Liability Company is:
100 SW ALBANY AVE.
SUITE 110
STUART, FL. US 34994

Article III

The purpose for which this Limited Liability Company is organized is:
TO PURCHASE AND DEVELOP PROPERTY LOCATED IN THE ORANGEWOOD
CENTER ON INTERNATIONAL DRIVE ACROSS FROM SEA WORLD, AND TO
CONDUCT ANY AND ALL LAWFUL BUSINESS CONSISTENT THEREWITH.

Article IV

The name and Florida street address of the registered agent is:
MATTHEW M GILLIO
657 CALEDONIA PLACE
SANFORD, FL. 32771

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: MATTHEW M. GILLIO

Article V

The name and address of managing members/managers are:

Title: MGRM
MATTHEW M GILLIO
657 CALEDONIA PLACE
SANFORD, FL. 32771

Title: MGRM
UNIVERSAL DEVELOPMENT OF FLORIDA, LLC
100 SW ALBANY AVE., SUITE 110
STUART, FL. 34994 US

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Article VI

The effective date for this Limited Liability Company shall be:

05/16/2005

Signature of member or an authorized representative of a member

Signature: JOHN W. CHAPMAN