

05/16/2005 14:00 FAX 407 4231831  
Division of Corporations

DEAN MEAD, ORLANDO

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Florida Department of State  
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Kelby Beach Properties, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
KELBY BEACH PROPERTIES, LLC**

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

**ARTICLE I - NAME OF COMPANY**

The name of the limited liability company is Kelby Beach Properties, LLC (the "Company").

**ARTICLE II - PRINCIPAL OFFICE**

The street address, and the mailing address, of the principal office of the Company is 238 Acadia Terrace, Celebration, Florida 34747.

**ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company in the State of Florida is 238 Acadia Terrace, Celebration, Florida 34747. The name of the registered agent of the Company at that address is Lynell Cameron.

**ARTICLE IV - MANAGEMENT**

The Company is to be a member-managed company. The names and addresses of the initial members of the Company are:

David W. Bereisman

238 Acadia Terrace  
Celebration, Florida 34747

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Lynell Cameron

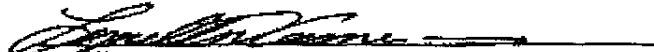
238 Acadia Terrace  
Celebration, Florida 34747

ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned member has made and subscribed these Articles of Organization this 12 day of May, 2005.

*Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

  
Lynell Cameron

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

  
Lynell Cameron

Date: May 12, 2005

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