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LIMITED LIABILITY COMPANY
FLORIDA CONDO DEVELOPMENT, LLC

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**ARTICLES OF ORGANIZATION
OF
FLORIDA CONDO DEVELOPMENT, LLC**

The undersigned person, acting as the organizer of FLORIDA CONDO DEVELOPMENT, LLC, under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company is: FLORIDA CONDO DEVELOPMENT, LLC.

ARTICLE II - COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the company will commence on the date these Articles of Organization are filed with the Florida Department of State, and the existence of the company shall be perpetual.

ARTICLE III - PURPOSE

The company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the company is 2311 Avenue C, Bradenton Beach, Florida 34217 and the name of the company's initial registered agent at that address is D. Dean Holmstrom.

ARTICLE V - PLACE OF BUSINESS

The mailing address of the company is P. O. Box 379, Bradenton Beach, Florida 34217, and the street address of the principal office of the company is 1310 Gulf Boulevard, Unit 305, Indian Rocks Beach, Florida 33785.

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ARTICLE VI - MANAGEMENT BY MANAGER

The company shall be managed by a Manager and the name and address of the initial Manager is:

DANIEL V. McLAUGHLIN
1310 Gulf Boulevard, Unit 305
Indian Rocks Beach, Florida 33785

ARTICLE VII - ORGANIZER

The name and street address of the organizer executing these Articles of Organization is:

D. DEAN HOLMSTROM
2311 AVENUE C
BRADENTON BEACH, FLORIDA 31217

DATED: 7-12, 2005.

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(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.)

D. Dean Holmstrom
D. DEAN HOLMSTROM, Member

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, the following is submitted:

That FLORIDA CONDO DEVELOPMENT, LLC, desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 2311 Avenue C, Bradenton Beach, Florida 31217, has named D. Dean Holmstrom as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for FLORIDA CONDO DEVELOPMENT, LLC at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act, as amended, relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 608.415, Florida Statutes.

DATE: 7-12, 2005.

D. Dean Holmstrom
D. DEAN HOLMSTROM

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