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CORPORATION NAM	ME(S) & DOCUMENT NUMBER(S), (if known):	7
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4- X Walk-in Mail-out NEW FILINGS XX Profit Non-Profit	Pick-up time ASAP XXX Certified Cop Will wait Photocopy Certificate of AMENDMENTS Amendment Resignation of R.A., Officer/Director	
4- X Walk-in Mail-out NEW FILINGS XX Profit Non-Profit Limited Liability	Pick-up time ASAP XXX Certified Cop Will wait Photocopy Certificate of AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent	
4- X Walk-in Mail-out NEW FILINGS XX Profit Non-Profit Limited Liability Domestication	Pick-up time ASAP XXX Certified Cop Will wait Photocopy Certificate of AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal	
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4- X Walk-in Mail-out NEW FILINGS XX Profit Non-Profit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name	Pick-up time ASAP XXX Certified Cop Will wait Photocopy Certificate of Amendment Amendment Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger Merger Merger	
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Examiner's Initials



ARTICLES OF ORGANIZATION OF CHARLOTTE HARBOUR HOLDINGS, LLC

ARTICLE I NAME

The name of the Limited Liability Company (the "Company") is: Charlotte Harbour Holdings LLC

ARTICLE II ADDRESS

The mailing address and street address of the Company's principal office is: 1100 Fifth Avenue South, Suite 405, Naples, Florida 34102

ARTICLE III DURATION

The duration for the Company shall be perpetual.

ARTICLE IV REGISTERED AGENT AND OFFICE

The name of the Company's initial registered agent in Florida is Stanley J. Lieberfarb and the address of the Company's registered agent in Florida is 1100 Fifth Avenue South, Suite 405, Naples, Florida 34102.

ARTICLE V MANAGEMENT

The Company is to be managed by a manager or managers and the name(s) and addresses of such managers who are to serve as Managers are:

John B. Saint 41 W. I-65 Service Road N. Mobile, Alabama 36608 Chester J. Stefan 41 W. I-65 Service Road N. Mobile, Alabama 36608

ARTICLE VI ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of the contribution by new members at the time the new members are admitted.

ARTICLE VII MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Company to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in a limited liability company shall be only upon the unanimous approval of the remaining members.

ARTICLE VIII TRANSFERABILITY OF MEMBER'S INTEREST

A member's interest in the Company shall not be transferred unless the transfer is approved by the members in accordance with the Company's Regulations.

IN WITNESS WHEREOF, the undersigned have executed these Articles of

Organization this 13 day of July, 2005.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: Charlotte Harbour Holdings, LLC.

2. The name and the Florida street address of the registered agent and registered office are: Stanley Lieberfarb, 1100 Fifth Avenue South, Naples, Florida 34102.

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 Lam familiar with and accept the obligations of my position as registered agent.

, la Stanley J. Lieberfarb, Registered Agent

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