

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

L05000101623
FILED 8:00 AM
October 14, 2005
Sec. Of State
jsadler

Article I

The name of the Limited Liability Company is:
ATLANTIS WEST BEACH CLUB, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
13328 87TH AVENUE NORTH
SEMINOLE, FL. 33776

The mailing address of the Limited Liability Company is:
13328 87TH AVENUE NORTH
SEMINOLE, FL. 33776

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:
D & B CORPORATE SERVICES, INC.
5999 CENTRAL AVENUE
SUITE 202
ST. PETERSBURG, FL. 33710

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: C. SCOTT BRAINARD, VICE PRESIDENT

Article V

The name and address of managing members/managers are:

Title: MGRM
WILLIAM KARNS ENTERPRISES, INC.
13328 87TH AVENUE NORTH
SEMINOLE, FL. 33776

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Article VI

The effective date for this Limited Liability Company shall be:

10/14/2005

Signature of member or an authorized representative of a member

Signature: WILLIAM E. KARNS, PRESIDENT