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ATTORNEYS AT LAW

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Kenneth F. Antley
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kantley@millermartin.com

October 17, 2005

Via Federal Express

Florida Secretary of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32399

Re: CED SSII, LLC

Dear Registration Section:

Enclosed please find Articles of Organization for CED SSII, LLC, along with this firm's check for \$160, for the filing fee, Certificate of Status and a Certified Copy of the filed Articles. An extra copy of the Articles are enclosed for the certification.

Please return all correspondence concerning this matter to me, at the address noted above. If you need further information, please do not hesitate to phone me at (404) 962-6435.

With best wishes.

Sincerely,

MILLER & MARTIN PLLC


Kenneth F. Antley

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KFA:eh
Enclosures

cc: James A. Harkins
David L. Brittain, Esq.

ARTICLES OF ORGANIZATION
OF
CED SSII, LLC

ARTICLE I
Name

The name of the Limited Liability Company is CED SSII, LLC.

ARTICLE II
Address

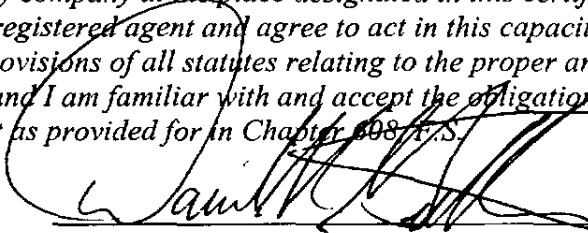
The mailing address and street address of the principal office of the Limited Liability Company is 5055 Gulf of Mexico Drive, Unit #436, Long Boat Key, FL 34228.

ARTICLE III
Registered Agent, Registered Office &
Registered Agent's Signature

The name and the Florida street address of the registered agent are:

David L. Brittain
Bank of America Plaza
101 East Kennedy Boulevard, Suite 2700
Tampa, FL 33602.

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 as provided for in Chapter 608, F.S.


Registered Agent's Signature

ARTICLE IV

Manager

The name and address of the Manager is as follows:

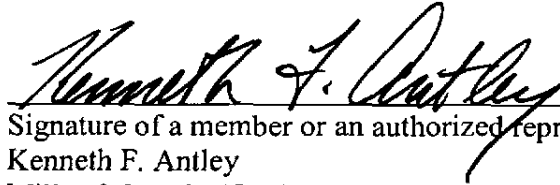
Title

Name and Address

MGRM

Coastal Equity Development, LLC
5055 Gulf of Mexico Drive, Unit #436
Long Boat Key, FL 34228

17th IN WITNESS WHEREOF, the undersigned has executed these Articles on the
of October, 2005.



Signature of a member or an authorized representative
Kenneth F. Antley
Miller & Martin PLLC
1170 Peachtree Street, NE, Suite 800
Atlanta, GA 30309

(In accordance with 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.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA