

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

L05000119857
FILED 8:00 AM
December 15, 2005
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:
COTTONTREE LODGE LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1764 N. CONGRESS AVENUE
SUITE 200
WEST PALM BEACH, FL. US 33409

The mailing address of the Limited Liability Company is:
1764 N. CONGRESS AVENUE
SUITE 200
WEST PALM BEACH, FL. US 33409

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:
ISRAEL AND ISRAEL, P.A.
450 NORTH PARK ROAD
SUITE 500
HOLLYWOOD, FL. 33021

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: MARILYN R. ISRAEL

Article V

The name and address of managing members/managers are:

Title: MGR
CHRISTOPHER CROWELL
851 BULKHEAD ROAD
GREEN COVE SPRINGS, FL. 32043 US

Title: MGR
JEFFREY L PZENA
22 EAST 22ND STREET, #4B
NEW YORK, NY. 10010 US

Signature of member or an authorized representative of a member

Signature: JEFFREY PZENA

L05000119857
FILED 8:00 AM
December 15, 2005
Sec. Of State
jbryan