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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA/FOREIGN LIMITED LIABILITY CO.

palm bay club condominium, l.l.c.

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ARTICLES OF ORGANIZATION
OF
PALM BAY CLUB CONDOMINIUM, L.L.C.

ARTICLE I

The name of this Limited Liability Company shall be: PALM BAY CLUB CONDOMINIUM, L.L.C.

ARTICLE II

The Limited Liability Company shall exist for a period of thirty years.

ARTICLE III

This Limited Liability Company is created for any lawful business purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

The members may continue the business of this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.

ARTICLE IV

The place of business and mailing address of this Limited Liability Company shall be 8004 N.W. 154 Street, Suite 243, Miami Lakes, Florida 33016, and such other place or places as the members from time to time may determine. The initial registered agent of the Limited Liability Company shall be Jorge Quintana.

The initial registered office address shall be 8004 N.W. 154 Street, Suite 243, Miami Lakes, Florida 33016.

ARTICLE V

The members of this Limited Liability Company, and their respective membership shares are:

JORGE QUINTANA.	33.33%
JULIO QUINTANA	33.33%
ANGEL LAGE	33.33%

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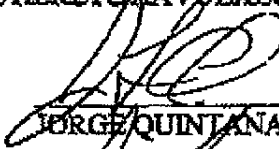

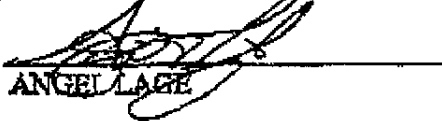
ARTICLE VI

The Limited Liability Company will be managed by three managers. The initial managers shall be: JORGE QUINTANA, JULIO QUINTANA, and ANGEL LAGE. Their addresses are: 8004 N.W. 154th Street, Suite 243, Miami Lakes, Florida 33016.

ARTICLE VII

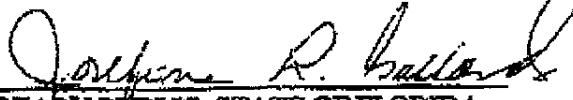
The Limited Liability Company does hereby indemnify its Managers for any of their conduct on behalf of or related to their duties as Managers of the Limited Liability Company and holds them harmless for any acts on behalf of or in connection with their services for the Limited Liability Company.

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE ARTICLES OF ORGANIZATION.


JORGE QUINTANA

JULIO QUINTANA

ANGEL LAGE

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

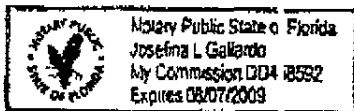
The foregoing instrument was acknowledged before me this 9th day of February, 2006, by JORGE QUINTANA, who has personally appeared before me, who is personally known to me, and who did take an oath.


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: _____



STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI DADE)

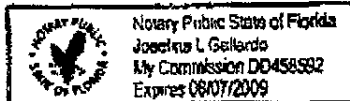
The foregoing instrument was acknowledged before me this 9th day of February, 2006, by JULIO QUINTANA, who has personally appeared before me, who is personally known to me, and who did take an oath.



Josefine L. Gallardo
NOTARY PUBLIC, STATE OF FLORIDA
Print Name: _____

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 9th day of February, 2006, by ANGEL LAGE, who has personally appeared before me, who is personally known to me, and who did take an oath.



Josefine L. Gallardo
NOTARY PUBLIC, STATE OF FLORIDA
Print Name: _____

WRITTEN ACCEPTANCE BY AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE REGISTERED OFFICE DESIGNATED IN THE CERTIFICATE SET FORTH ABOVE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND THIS POSITION.

Jorge Quintana
JORGE QUINTANA
AS REGISTERED AGENT FOR
PALM BAY CLUB CONDOMINIUM, L. L. C.

TOTAL P.05

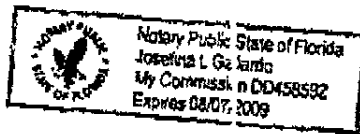
HULLUW1W058

STATE OF FLORIDA)

) SS

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 9th day of February, 2006, by JORGE QUINTANA, who personally appeared before me, who is personally known to me, and who did taken an oath.



Josefine L. Gajardo
NOTARY PUBLIC, STATE OF FLORIDA
Print Name: _____

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