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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Safe Harbor Yacht Clubs, LLC

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ARTICLES OF ORGANIZATION
OF
Safe Harbor Yacht Clubs, LLC
(a Florida Limited Liability Company)

The undersigned, as an authorized representative of the Company, pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida Limited Liability Company named Safe Harbor Yachts Clubs, LLC.

ARTICLE I

Name

The name of this Limited Liability Company is Safe Harbor Yacht Clubs, LLC (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is 4700 Tamiami Trail North, Suite 1, Naples, FL 34103-3059.

ARTICLE III

Manager-Managed: Initial Managers

The Company shall be manager-managed and the initial managers of the Company and their addresses shall be:

Robert D. Gries, Jr.	2620 South Parkview Street, Tampa, FL 33629-7615
Peter McLaughlin	4700 Tamiami Trail North, Suite 1, Naples, FL 34103-3059

ARTICLE IV

Registered Agent, Registered Office and Registered Agent's Signature

The Florida street address of the initial registered office of this Company is 201 North Franklin Street, Suite 2600, Tampa, Florida 33602, and the name of the initial registered agent of the Company at that address is Scott W. Fancher.

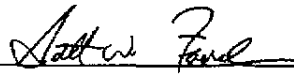
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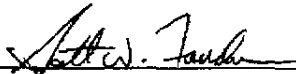
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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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, Florida Statutes.



Scott W. Fancher

IN WITNESS WHEREOF, the undersigned, as an authorized representative of the Company, has signed these Articles of Organization this 3rd day of May, 2006.

By: 

Scott W. Fancher, Esq.

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