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J. BRYAN MAY 1 U 2006

Rossway Moore & Taylor

ATTORNEYS AND COUNSELORS AT LAW

THE OAK POINT PROFESSIONAL CENTER
CHARLES W. McKINNON
JOHN E. MOORE, III*
SUITE 200
BRADLEY W. ROSSWAY
HELEN E. SCOTT
J. ATWOOD TAYLOR, III*
THOMAS W. TIERNEY**

THE OAK POINT PROFESSIONAL CENTER
SUITE 200
VERO BEACH, FLORIDA 32963
TELEPHONE (772) 231-4440
FACSIMILE (772) 231-4430

SHANNON M. BANITT TIFFANY S. GRIFFETH KELLI M. SALO MICHAEL J. SWAN OF COUNSEL

May 1, 2006

Via Federal Express

*ALSO ADMITTED IN THE DISTRICT OF COLUMBIA **ALSO ADMITTED IN CALIFORNIA

> Department of State Division of Corporations 2661 Executive Center Circle Clifton Building Tallahassee, FL 32301

> > Re: 8 Breakwater Street, LLC

Dear Sir/Madam:

Enclosed herein are the Articles of Organization for the above-captioned entity for filing. Also enclosed is our trust account check in the amount of \$155.00 representing the filing fee of \$125.00 and \$30.00 for one certified copy. Please return the certified copy to us in the enclosed postage-paid envelope

If you have any questions, please do not hesitate to contact me.

Sincerely,

Shannon M. Banitt

Thannon M. Banutt

Enclosures

ARTICLES OF ORGANIZATION FOR 8 BREAKWATER STREET, LLC, a Florida Limited Liability Company

ARTICLE 1 Name

The name of the Limited Liability Company is:

"8 BREAKWATER STREET, LLC"

ARTICLE II Address

The mailing address and street address of the principal office of the Limited Liability Company is:

P.O. Box 8096 Vero Beach, Florida 32963

ARTICLE III Registered Agent/Address

The name and address of the registered agent is:

Geraldine Lyshon Ives 5100 N Highway A1A, Apt. G-56 Vero Beach, FL 32963

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.

Geraldine Lyshon Ives

ARTICLE IV Management

The Limited Liability Company is to be managed by the members and the names and addresses of the members is:

Geraldine Lyshon Ives P.O. Box 8096 Vero Beach, Florida 32963

ARTICLE V Additional Members

Additional members may be admitted to the limited liability company upon the written consent of each of the members.

ARTICLE VI Continuation of Business

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, all of the remaining members may consent to continue the business.

Dated: May 1, 2006

Geraldine Lyshon Ives

DIVISION OF CORPORATIONS

OF MAY - 2 PM 3: 20