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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 323684 9955A

AUTHORIZATION :

*[Signature]*

COST LIMIT : \$ 155.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : August 21, 2006

ORDER TIME : 10:52 AM

ORDER NO. : 323684-005

CUSTOMER NO: 9955A

DOMESTIC FILING

NAME: TIDELANDS 1724, LLC

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF ORGANIZATION

FOR

TIDELANDS1724, LLC

FILED  
06 AUG 21 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purposes of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is Tidelands1724, LLC (the "Company").

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose.

The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address and Place of Business.

The mailing address and the street address for the Company is 110 NE 7<sup>th</sup> Street, Delray Beach, Florida 33444.

5. Registered Agent.

The initial registered agent in Florida for the Company is Chiumento & Associates, P.A., and the initial registered office is located at 4 Old Kings Road, North, Suite B, Palm Coast, Florida 32137.

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Management.

The Company will be managed by one or more managers. The initial Manager shall be:

Garrow Throop  
12 Jenison Street  
Newtonville, MA 02460.

8. Members and Admission of Additional Members.

The initial members of the Company shall be as follows:

Garrow Throop  
12 Jenison Street  
Newtonville, MA 02460

Lois Brezinski  
110 NE 7<sup>th</sup> Street  
Delray Beach, FL 33444

Walter and Gerri Badenhause  
490 Lightfoot Road  
Louisville, KY 40207

Garrow Throop and Lois Brezinski shall each have a one-third (1/3) percentage of ownership of the assets and liabilities of the Company. Walter and Gerri Badenhause, husband and wife, shall collectively have a one-third (1/3) percentage of ownership of the assets and liabilities of the Company.

Additional Members may be added upon approval of all the members of the Company with payment due of the interest acquired, as set by the Manager.

9. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

The right, if given, of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership in the Company shall be granted to the remaining members of the Company upon payment of the value of the terminated member's interest as defined by the Manager.

10. Amendment.

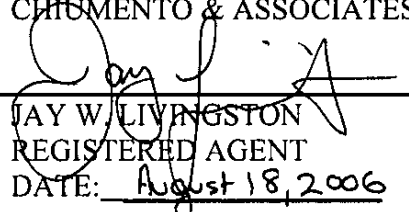
The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization.

IN WITNESS WHEREOF, the undersigned, as an authorized representative of a Member has hereunto set his hand and seal this 18<sup>th</sup> day of August 2006.

  
\_\_\_\_\_  
JAY W. LIVINGSTON  
Authorized Representative of a Member

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.

CHUMENTO & ASSOCIATES, P.A.

By:   
\_\_\_\_\_  
JAY W. LIVINGSTON  
REGISTERED AGENT  
DATE: August 18, 2006