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To:

Division of Corporations

fax Number : (850)205-0383

From:

Account Name ; LAW OFFICE OF KENT A. SKRIVAN, PLLC

Account Number : I20040000145 : (239) 597-4500 Phone : (239) 597-5623 Fax Number

FLORIDA/FOREIGN LIMITED LIABILITY CO.

RGD Binnacle, L.L.C.

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ARTICLES OF ORGANIZATION OF RGD BINNACLE, L.L.C.

The undersigned acting as organizer of RGD BINNACLE, L.L.C., under the Florida Limited Liability Company Act, adopt the following Articles of Organization for said limited liability company.

ARTICLE I

The name of the limited liability company shall be RGD BINNACLE, L.L.C. (the "L.L.C.").

ARTICLE II

This L.L.C. shall exist perpetually, unless dissolved according to law or as set forth in any Operating Agreement adopted by the L.L.C.

ARTICLE III PURPOSE

The L.L.C. is organized pursuant to the Florida Limited Liability Company Act for the purpose of conducting any lawful activity in Florida, with the powers described in the Florida Limited Liability Company Act and as set forth in any Operating Agreement adopted by the Company.

ARTICLE IV BUSINESS ADDRESS/MAILING ADDRESS

The address of the place of business in this State of the L.L.C. shall be 4845 West Boulevard, Naples, Florida 34103. The mailing address of the L.L.C. shall be 4845 West Boulevard, Naples, Florida 34103.

Prepared by: Kent A. Skrivan, Esq. 801 Laurel Oak Drive, Ste. 705 Naples, Florida 34108 (239) 597-4500 Bar #0893552

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ARTICLE V REGISTERED AGENT

The name and address of the L.L.C.'s initial registered agent and registered office is Robert Doher, 4845 West Boulevard, Naples, Florida 34103

ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to the L.L.C. upon the consent of and approval of the members as set forth in any Operating Agreement adopted by the LLC, and then only upon the condition that a new member be bound by and become a party to any Operating Agreement adopted by the company,

ARTICLE VII DISSOLUTION, CONTINUATION

The members shall have the right to continue the L.L.C. upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the membership of a member in the L.L.C. as provided in any Operating Agreement adopted by the L.L.C.

ARTICLE VIII MANAGEMENT

The L.L.C. is to be managed by its Members. The names and addresses of the initial Members of the L.L.C. are:

Robert Doher 4845 West Boulevard Naples, Florida 34103

Anne Doher 4845 West Boulevard Naples, Florida 34103

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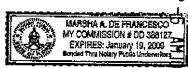
<u>ARTICLE IX</u> ADDITIONAL PROVISIONS

The effective date of this limited liability company shall be upon filing.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 304 day of _______, 2006. In accordance with Section 608.408, Florida Statutes the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true. STATE OF FLORIDA **COUNTY OF COLLIER** I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared ROBERT DOHER, to me known to be the person described in and who executed the foregoing Articles of Organization of RGD BINNACLE, L.L.C. ROBERT DOHER is ___ personally known to me or has as identification. produced WITNESS my hand and official seal in the County and State named above, this day of August, 2006.

Notary Public

My Commission Expires:



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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/RESISTERED OFFICE

In compliance with Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered agent/registered office, in the State of Florida:

- 1. The name of the Limited Liability Company is RGD BINNACLE, L.L.C
- The name and address of the registered agent and registered office is:

Robert Doher 4845 West Boulevard Naples, Florida 34103

ROBERT DOHER, Organizer

ACCEPTANCE:

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 relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Robert Dober

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