

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000100851
FILED 8:00 AM
October 17, 2006
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

ROYAL FLORIDIAN SOUTH BY SPINNAKER, LLC

Article II

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

53 SOUTH ATLANTIC AVENUE
ORMOND BEACH, FL. 32176

The mailing address of the Limited Liability Company is:

53 SOUTH ATLANTIC AVENUE
ORMOND BEACH, FL. 32176

Article III

The purpose for which this Limited Liability Company is organized is:

ACQUISITION, DEVELOPMENT OF AND INVESTMENT IN REAL ESTATE
AND ANY OTHER LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

CORPORATION COMPANY OF ORLANDO
300 SOUTH ORANGE AVENUE
SUITE 1000 (BMJ)
ORLANDO, FL. 32801

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.

Registered Agent Signature: J. GREGORY HUMPHRIES, VICE PRESIDENT

Article V

The name and address of managing members/managers are:

Title: MGR
SPINNAKER RESORTS, INC.
59 POPE AVENUE
HILTON HEAD ISLAND, SC. 29928 US

L06000100851
FILED 8:00 AM
October 17, 2006
Sec. Of State
gmcleod

Article VI

The effective date for this Limited Liability Company shall be:

10/16/2006

Signature of member or an authorized representative of a member

Signature: BRIAN M. JONES, ESQ.