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From:
Account Name : SONNENSCHN NATH & ROSENTHAL, LLP
Account Number : I20040000039
Phone : (561) 833-2410
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

St. James Food & Beverage, LLC

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**ARTICLES OF ORGANIZATION
OF
ST. JAMES FOOD & BEVERAGE, LLC**

ARTICLE I - NAME

The name of this Florida limited liability company is ST. JAMES FOOD & BEVERAGE, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the Company is 500 Australian Avenue South, Suite 120, West Palm Beach, Florida 33401-6246.

ARTICLE III - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of the Company is PAUL RHODES, 500 Australian Avenue South, Suite 120, West Palm Beach, Florida 33401-6246.

ARTICLE IV - PURPOSE

This Company is being organized for any lawful purpose.

ARTICLE V - MANAGER

The Company will be manager managed. The name and address of the Manager is KEVIN PERKINS, c/o 500 Australian Avenue South, Suite 120, West Palm Beach, Florida 33401-6246.

ARTICLE VI - COMPANY EXISTENCE

The Company's existence shall be effective as of the time of the filing of these Articles of Organization with the Florida Department of State and its existence shall be perpetual.

ST. JAMES FOOD & BEVERAGE, LLC

By: The Golf Club at St. James, LLC, a Florida limited liability company, its sole Member

By: St. James Golf Club Management Corp., a Florida corporation, its Manager

By: Mitchell D. Schepps
Paul Rhodes, President
Mitchell D. Schepps, as Attorney in Fact

DATE: November 13, 2006.

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT AND REGISTERED OFFICE**

LIMITED LIABILITY COMPANY:

ST. JAMES FOOD & BEVERAGE, LLC

REGISTERED AGENT AND REGISTERED OFFICE:

PAUL RHODES

500 Australian Avenue South, Ste. 120
West Palm Beach, FL 33401-6246

I agree to act as Registered Agent to accept service of process for the Company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the duties of the Registered Agent. I am familiar with and accept the obligations of the Registered Agent position.

Mitchell D. Schepps

PAUL RHODES, REGISTERED AGENT
by Mitchell D. Schepps, as Attorney-in-Fact

DATE: November 13, 2006.

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