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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

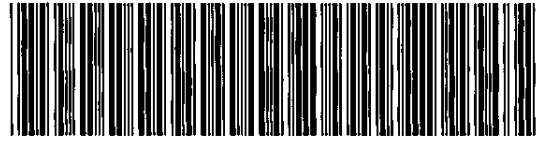
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Holland & Knight LLP
 Requester's Name

315 So. Calhoun Street
 Address

425-5675
 City/State/Zip Phone #

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 07 JAN 26 PM 2:24
 TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Victoria Grand Holdings, LLC File 2nd
 (Corporation Name) (Document #)

2. _____
 (Corporation Name) (Document #)

3. _____
 (Corporation Name) (Document #)

4. _____
 (Corporation Name) (Document #)

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

**ARTICLES OF ORGANIZATION FOR
VICTORIA GRAND HOLDINGS, LLC
(a Florida limited liability company)**

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07 JAN 26 PM 2:24
TALLAHASSEE, FLORIDA

The undersigned representative of a Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is: Victoria Grand Holdings, LLC.

ARTICLE II. ADDRESS

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

730 Bonnie Brae Street
Winter Park, Florida 32789

ARTICLE III. DURATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written agreement of all Members.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are:

Thomas L. Cavanaugh
730 Bonnie Brae Street
Winter Park, FL 32789

ARTICLE V. MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company.

ARTICLE VI. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.



Glenn A. Adams
Authorized Representative of a Member

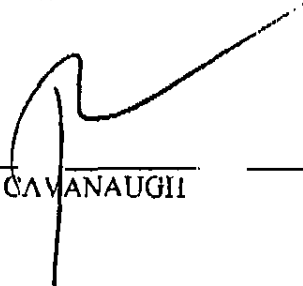
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE OF VICTORIA GRAND HOLDINGS, LLC

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, Victoria Grand Holdings, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the state of Florida.

- 1. The name of the Company is: Victoria Grand Holdings, LLC.
- 2. The name of the registered agent and the address of the registered office are:

Name: Thomas L. Cavanaugh
 Address: 730 Bonnie Brue Street
 Winter Park, FL 32789

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.



 THOMAS L. CAVANAUGH

Date: 1/24 2007

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