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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

Pope Waterviews, LLC

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Articles of Organization  
for  
**POPE WATERVIEWS, LLC**  
a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

1. Name. The name of the Limited Liability Company shall be:

**POPE WATERVIEWS, LLC**

2. Duration/Continuation. The period of this company's duration shall be One Hundred (100) years, unless terminated earlier or later extended in accordance with the relative provisions of the Operating Agreement of the company.

3. Address. The mailing address and street address of the principal office of the Limited Liability Company is 1015 Flagler Avenue, Key West, Florida 33040.

4. Registered Agent and Office. The name and street address of the initial registered agent and office for this company is as follows: John S. Bohatch, Esquire, Guttenmacher, Bohatch & Barinaga-Burch, P.A., 7301 S.W. 57<sup>th</sup> Court, Suite 560, South Miami, Florida 33143.

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.

  
\_\_\_\_\_  
John S. Bohatch, Registered Agent

5. **Management.** The name and address of each Manager or Managing Member is as follows:

**Title:**

**Name and Address:**

MGRM

POPE HOLDINGS, L.L.C., a  
Florida Limited Liability Company  
Address: 1015 Flagler Avenue, Key West, Florida 33040

IN WITNESS WHEREOF, the undersigned has executed this Articles of Organization on this 30 day of April, 2007.

**POPE HOLDINGS, LLC, a Florida Limited Liability  
Company, Manager**

By: 

Printed Name: John S. Bohatch, Esquire

Title: Authorized Representative of Pope Holdings, L.L.C., Sole  
Owner of Pope Waterviews, LLC