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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Florida Resort Acquisitions, LLC

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**FLORIDA RESORT ACQUISITIONS, LLC
ARTICLES OF ORGANIZATION**

Effective at 12:01 a.m. on the date of this filing, Florida Resort Acquisitions, LLC, a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., does hereby submit the following Articles of Organization pursuant to Sections 608.407 and 608.4081, Fla. Stat.

**ARTICLE 1
NAME**

The name of the limited liability company shall be Florida Resort Acquisitions, LLC.

**ARTICLE 2
DURATION**

The period of duration of the Limited Liability Company shall be perpetual, unless the Limited Liability Company is dissolved pursuant to provisions of the Florida Limited Liability Company Act, the Articles of Organization of the Limited Liability Company, or the Operating Agreement of the Limited Liability Company.

**ARTICLE 3
PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE 4
STREET ADDRESS OF PRINCIPAL OFFICE**

The mailing and street address of the Company is: 1950 Laurel Manor Drive, Suite 140, The Villages, Florida 32162.

**ARTICLE 5
MANAGEMENT**

The Company shall be a manager managed Company. The manager shall be elected as provided in the Operating Agreement.

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ADMISSION OF ADDITIONAL MEMBERS**

Members shall have the right to admit additional members pursuant to the Operating Agreement adopted by the Company.

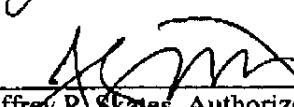
**ARTICLE 7
MEMBERS RIGHTS TO CONTINUE BUSINESS**

The right of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, shall be carried out as provided for in the Operating Agreement adopted by the Company.

**ARTICLE 8
REGISTERED AGENT**

The name and street address of the current registered agent of the Company in the State of Florida is: Jeffrey P. Skates, 1950 Laurel Manor Drive, Suite 140, The Villages, Florida 32162. A written statement as prescribed by the Florida Department of State pursuant to Section 608.415, Fla. Stat. is attached to these Articles of Organization.

IN WITNESS WHEREOF, the undersigned authorized representative of the members has executed these Articles of Organization on this 19th day of June, 2008.



Jeffrey P. Skates, Authorized Representative of
Mahalo, LLC, Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: Florida Resort Acquisitions, LLC.
2. The name and the Florida street address of the registered agent and office are: Jeffrey P. Skates, 1950 Laurel Manor Drive, Suite 140, The Villages, Florida 32162.

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ACCEPTANCE BY REGISTERED AGENT:

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, Fla. Stat.



Jeffrey P. Skates, Registered Agent

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