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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Liotta Beach Club LLC

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FEB 26 2009

ARTICLES OF ORGANIZATION
OF
LIOTTA BEACH CLUB LLC
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company is Liotta Beach Club LLC (hereinafter, the "Company").

ARTICLE II
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 811 N. Federal Highway, Hallandale, Florida 33009.

ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent are BSPA Corporate Services, Inc., 350 E. Las Olas Blvd., Suite 1000, Ft. Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 26th day of February, 2009.

LIOTTA BEACH CLUB LLC


Steven Garellek
Authorized Representative

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BERGER SINGMAN → 850-617-6381

NO. 494 003

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for Liotta Beach Club LLC at the place designed in Article III of the Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, F.S.

BSPA CORPORATE SERVICES, INC.

By: 

Steven Garellek, Vice President

Dated: 2/25/09

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