

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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FILED 8:00 AM
January 07, 2010
Sec. Of State
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Article I

The name of the Limited Liability Company is:

BY THE SEA VACATION HOMES, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

223 COMMERCIAL BLVD.
LAUDERDALE-BY-THE-SEA, FL. 33308

The mailing address of the Limited Liability Company is:

223 COMMERCIAL BLVD.
LAUDERDALE-BY-THE-SEA, FL. 33308

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

RICHARD BARNHART
3120 NE 57TH STREET
FORT LAUDERDALE, FL. 33308

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.

Registered Agent Signature: RICHARD C BARNHART

Article V

The name and address of managing members/managers are:

Title: MGRM
RICHARD BARNHART
794 S. PENNSYLVANIA STREET
DENVER, CO. 80209

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Article VI

The effective date for this Limited Liability Company shall be:

01/02/2010

Signature of member or an authorized representative of a member

Signature: RICHARD C BARNHART