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FLORIDA LIMITED LIABILITY CO.
Titusville Condominium Properties, LLC

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**ARTICLES OF ORGANIZATION
OF
TITUSVILLE CONDOMINIUM PROPERTIES, LLC
a Florida Limited Liability Company**

**ARTICLE I
NAME**

The name of this limited liability company is "TITUSVILLE CONDOMINIUM PROPERTIES, LLC" (the "Company").

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The street address of the principal office of the Company is as follows:

100 S. Eola Drive
Suite 806
Orlando, FL 32801
ATTN: Carol Ponton

**ARTICLE III
MAILING ADDRESS**

The mailing address of the Company is as follows:

P.O. Box 2630
Daytona Beach, FL 32115
ATTN: Carol Ponton

REGISTERED AGENT

The address of the initial registered office and the registered agent of the Company at such address as follows:

Carol Ponton
100 S. Eola Drive
Suite 806
Orlando, FL 32801

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ARTICLE IV
MANAGEMENT

The Company shall be a member-managed company. The Managing Members shall be elected from time to time in accordance with the Operating Agreement of the Company in effect from time to time.

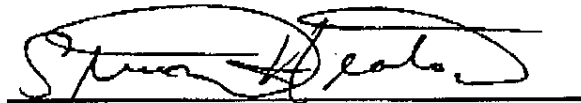
ARTICLE V
COMMENCEMENT OF COMPANY'S EXISTENCE

In accordance with Section 608.409(1), Florida Statutes, the Company's existence shall be deemed to have commenced on the date on which these Articles of Organization are filed with the Florida Department of State.

ARTICLE VI
APPLICABLE LAW

The Company is created pursuant to Chapter 608, Florida Statutes, and shall be governed by the laws of the State of Florida.

Stuart A. Heaton, Esq.

A handwritten signature in black ink, appearing to read "Stuart A. Heaton", is written over a horizontal line.

Authorized Representative of Members

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**ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement of acceptance of designation as registered agent for the Company:

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, 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 his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608 of the Florida Statutes.

CPonton

Carol Ponton

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