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FILING LLC _____

1. 570 Royal Palm, LLC
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

16 OCT 2006 2:20 PM
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**SPECIAL
INSTRUCTIONS:**

ARTICLES OF ORGANIZATION
OF
570 ROYAL PALM, LLC
(a Florida Limited Liability Company)

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The undersigned associates for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit.

ARTICLE I

(Name and Principal Place of Business; E-mail address)

The name of the limited liability company is 570 Royal Palm, LLC. The mailing address and street address of its initial principal office is 645 Beachland Blvd., Suite 8, Vero Beach, Florida, 32963. The E-mail address of the company to be used for future annual report notification is: crokeadv@aol.com.

ARTICLE II

(Duration and Purpose)


The limited liability company shall come into being upon the filing of the Articles of Organization with the Secretary of State, State of Florida, and shall have perpetual existence, unless earlier terminated by operation of law or as provided in these Articles or the Operating Agreement of the limited liability company. Its primary purpose shall be to own and manage apartments, but it may also conduct business and accomplish any and all acts permitted under the laws of the State of Florida for like companies for profit.

ARTICLE III

(Initial Registered Office and Registered Agent)

The name of the company's initial registered agent is Roger W. LaJoie. The Florida street address of the company's registered agent is 645 Beachland Blvd., Suite 8, Vero Beach, Florida, 32963.

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 605, F.S.



Signature Registered Agent

ARTICLE IV

(Management)

The limited liability company shall be managed by one manager. The name and address of the person who shall serve until the first annual meeting of members is as follows: William H. Croke whose address is 62 Herring Creek Road, Edgartown, MA, 02539.

ARTICLE V

(Membership Restrictions - Admissions)

Additional persons or entities may be admitted to the limited liability company as members upon the unanimous consent of the current members and on such terms and conditions as determined by the members and in accordance with these Articles and the Operating Agreement of the limited liability company.

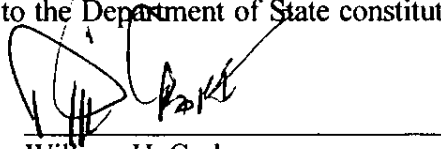
ARTICLE VI

(Right to Continue Business)

On the death, withdrawal, 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 limited liability company, the remaining members shall have the right to continue the business on the consent of a majority (or all) of the remaining members within ninety (90) days of the terminating or dissolving event.

IN WITNESS WHEREOF, the undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of 570 Royal Palm, LLC.

This document is executed in accordance with section 605.0203(1)(b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in §817.155, F.S.



William H. Croke

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