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**FLORIDA LIMITED LIABILITY CO.
SHOAL CREEK, LLC**

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**ARTICLES OF ORGANIZATION OF
SHOAL CREEK, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, Florida Statutes Chapter 605, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company is Shoal Creek, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is c/o InVictus Development, LLC, Westwood Center, Suite 260, 2002 N. Lois Avenue, Tampa, Florida 33607.

ARTICLE III - DURATION

The period of duration for the Company shall be perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida are:

Name


Address

Brian J. McDonough

150 West Flagler Street, Suite 2200
Miami, Florida 33130

ARTICLE V - MANAGEMENT

The Company shall be manager managed. The name and address of the initial manager is: InVictus Development, LLC, Westwood Center, Suite 260, 2002 N. Lois Avenue, Tampa, Florida 33607.


Brian J. McDonough,
Authorized Representative

By: Brian J. McDonough
Brian J. McDonough, Registered Agent

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SLOAN, J. J.
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