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FLORIDA LIMITED LIABILITY CO.

Brookside Sunrise Beach LLC

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ARTICLES OF ORGANIZATION

OF

BROOKSIDE SUNRISE BEACH LLC

The undersigned desiring to form a limited liability company pursuant to Chapter 605, Florida Statutes, hereby states as follows.

ARTICLE I - NAME

The name of this limited liability company (the "Company") is Brookside Sunrise Beach LLC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS,

The street address of the principal office is 2018 Melbourne Court, Suite 2041, Melbourne, Florida 32901 and mailing address of the principal office of the Company is P.O. Box 33573, Indialantic, Florida 32903.

ARTICLE III - PURPOSE

The purpose for which the Company is organized is any and all lawful business purposes.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent for service of process in the State of Florida for the Company is Bradley F. White, Esq., whose address is 2101 Waverly Place, Suite 100, Melbourne, Florida 32901.

ARTICLE V - MANAGERS

The name and address of the manager(s) of the Company are:

William M. Braselton III

P.O. Box 33573

Indialantic, Florida 32903

John N. Sottile

P.O. Box 33573

Indialantic, Florida 32903

BRADLEY F WHITE, ESQ. FLORIDA BAR NO. 0074436 WHITEBIRD, PLLC 2101 Waverly Place, Suite 100 Melbourne, Florida 32901 Telephone: 321-327-5580

Facsimile: 321-327-5655

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization this States of Articles of Organization this States of Organizatio

Bradley F. White, Esq., an authorized representative

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CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Section 605.0113, Florida Statutes, the following is submitted in compliance with the Florida Revised Limited Liability Company Act:

FIRST, that Brookside Sunrise Beach LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Organization in Brevard County, Florida has named Bradley F. White, Esq., 2101 Waverly Place, Suite 100, Melbourne, Florida 32901, as its agent to accept service of process within this State.

<u>ACKNOWLEDGMENT</u>

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I am familiar with the obligations of a registered agent under Chapter 605, *Florida Statutes*, and I hereby accept to act in this capacity and agree to comply with the provisions of said Chapter relative to keeping open said office.

Bradley F. White, Esq.