

L 990000003091  
MIRKIN & WOOLF, P.A.

Attorneys at Law

SouthTrust Center - Suite 580  
1700 Palm Beach Lakes Blvd.  
West Palm Beach, Florida 33401  
phone 561-687-4460  
fax 561-687-3447  
e-mail: bizlaw@mirkinwoolf.com

May 24, 1999

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000002887970--8  
-05/27/99-01024-006  
\*\*\*337.50 \*\*\*337.50

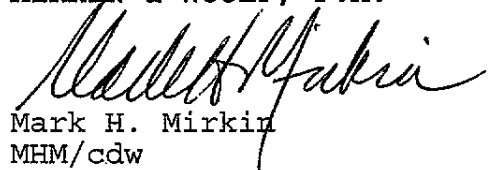
Ladies and Gentlemen:

Enclosed for filing please find an original and one copy of Articles of Organization of Inlet Group L.C. Also enclosed please find a check in the amount of \$337.50 to cover the filing fee and fee for a certified copy. Please mail the certified copy to me at the letterhead address above.

Thank you for your immediate attention to this matter.

Very truly yours,

MIRKIN & WOOLF, P.A.

  
Mark H. Mirkin  
MHM/cdw

cc: Michael L. Pitts  
Richard J. Michael

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAY 27 PM 2:59

mtu  
5/28

**ARTICLES OF ORGANIZATION  
OF  
INLET GROUP L.C.**

The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes, as follows:

**ARTICLE I**

The name of this limited liability company is INLET GROUP L.C. (the "Company").

**ARTICLE II**

The Company shall have perpetual existence from the date of filing these Articles with the Florida Department of State, unless sooner terminated as provided in the Company's Regulations.

**ARTICLE III**

The mailing and street address of the principal place of business of the Company is 108 Nautilus Lane, Ponte Vedra Beach, FL 32082. The Company may, in its discretion, at any time, change the address of its principal place of business.

**ARTICLE IV**

The name and street address of the initial registered agent of the Company are Mark H. Mirkin, Esq., c/o Mirkin & Woolf, P.A., 1700 Palm Beach Lakes Blvd. #580, West Palm Beach, FL 33401.

**ARTICLE V**

Management of the Company shall be vested in the managers, who shall serve until the first annual meeting of the members or until their successors have been duly elected and qualified to serve as provided in the Regulations. The name and mailing address of each manager are as follows:

Name	Address
1. Michael L. Pitts	108 Nautilus Lane Ponte Vedra Beach, FL 32082
2. Richard J. Michael	5200 N. Ocean Drive #1003 Singer Island, FL 33404

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
93 MAY 27 PM 2:50

ARTICLE VI

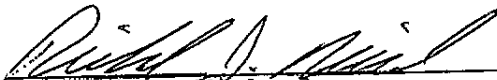
Additional members may be admitted to the Company upon such terms and conditions as set forth in the Company's Regulations.

ARTICLE VII

The business of the Company shall be dissolved on the death, retirement, 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 Company, unless a majority in interest of the remaining members consent to the continuation of the business of the Company within ninety (90) days of the occurrence of any event which would otherwise terminate the existence of the Company.

IN TESTIMONY WHEREOF, the undersigned have hereunto set their names this 20th day of May, 1999.

  
\_\_\_\_\_  
Michael L. Pitts

  
\_\_\_\_\_  
Richard J. Michael

99 MAY 27 PM 2:59

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**AFFIDAVIT OF  
INLET GROUP L.C.**

COMES NOW INLET GROUP L.C., a Florida limited liability company (the "LC"), by a member, MICHAEL L. PITTS, which, pursuant to Florida Statutes Section 608.407(2) deposes and says:

1. The LC has two (2) members.
2. The amount of capital contributed by the initial members is one thousand dollars (\$1000) paid in cash.
3. The anticipated amount of the capital contributions of the members is two thousand dollars (\$2000).

FURTHER AFFIANT SAYETH NOT.

Dated: May 20, 1999.

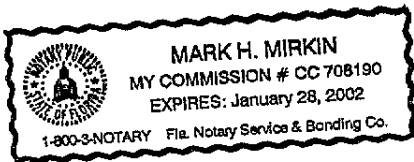
  
MICHAEL L. PITTS

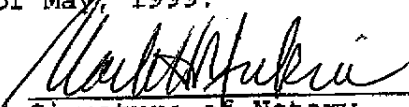
STATE OF FLORIDA                     }  
COUNTY OF Palm Beach        } ss.

The foregoing instrument was acknowledged before me this 20th day of May, 1999, by MICHAEL L. PITTS, who is personally known to me ~~or who has produced Florida State or~~ as identification ~~State Driver's License, Number~~ and who did take an oath.

Executed this 20th day of May, 1999.

SEAL



  
Signature of Notary

MARK H. MIRKIN  
Name of Notary Printed

99 MAY 27 PM 2:59

FILED  
SECRETARY OF STATE  
DIVISION OF RECORDS

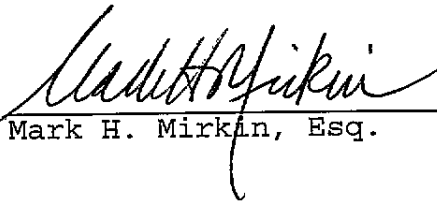
**CERTIFICATE DESIGNATING REGISTERED  
OFFICE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.061 and Chapter 608.407 of the Florida Statutes, the following is submitted:

That INLET GROUP L.C., a Florida limited liability company, with its registered office at c/o Mirkin & Woolf, P.A., 1700 Palm Beach Lakes Blvd. #580, West Palm Beach, FL 33401, has named Mark H. Mirkin, Esq. at the above address as its initial registered agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named registered agent to accept service of process for the above-stated limited liability company at the place designated in this Certificate, the undersigned hereby accepts to act in such capacity and agrees to comply with the applicable provisions of law.

  
Mark H. Mirkin, Esq.

99 MAY 27 PM 2:59

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS