

Division of Corporations

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Account Name : GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH)
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LIMITED LIABILITY COMPANY

Jupiter Island Services and Construction, L.L.C.

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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Jupiter Island Services and Construction, L.L.C.

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE III - Address:

The mailing address of the principal office of the Limited Liability Company is:

P.O. Box 375
Hobe Sound, Florida 33475

The street address of the principal office of the Limited Liability Company is:

One Estrada Road
Hobe Sound, Florida 33455

ARTICLE IV - Registered Agent/Address

The name and address of the registered agent are:

Ann Bedwell
One Estrada Road
Hobe Sound, Florida 33455

ARTICLE V - Additional Members

Additional members may be admitted to the Limited Liability Company upon the written consent of the members.

Kimberly Krumholtz Lunsford, Esq. (FL Bar #0822922)
Gunster, Yoakley, Valdes-Fauli &
Stewart, P. A.
777 S. Flagler Dr., Suite 500 East
West Palm Beach, Florida 33401
(561) 655-1980

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ARTICLE VI - Continuation of Business

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the remaining members may, upon written consent of the member, elect to continue the business.

ARTICLE VII - Management:

The Limited Liability Company is to be managed by the members and the name and address of the managing member are:

Jupiter Island Holdings, Inc.
One Estrada Road
Hobe Sound, Florida 33455

Dated: May 28, 1999

JUPITER ISLAND HOLDINGS, INC. ,
Member

BY: W. W. Boeschenstein
William W. Boeschenstein, President

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Jupiter Island Services and Construction, L.L.C. deposes and says:

- 1) The above named Limited Liability Company has one member.
- 2) The total amount of cash contributed by the member is \$20,000.
- 3) The total amount of cash or property anticipated to be contributed by the member is \$20,000.

Dated: May 28, 1999

JUPITER ISLAND HOLDINGS, INC., Member

BY:

W. W. Boeschenstein

William W. Boeschenstein, President
(In accordance with section 608.403(3), Florida
Statutes, the execution of this affidavit constitutes
an affirmation under the penalties of perjury that
facts stated herein are true.)

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED
OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Jupiter Island Services and Construction, L.L.C.
2. The name and address of the registered agent and office are:

Ann Bedwell

(Name)

One Estrada Road

(P.O. Box not acceptable)


Hobe Sound, Florida 33455

(City/State/Zip)

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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.

Dated: May 31, 1999


Ann Bedwell