

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

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FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 10-20-99

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-10/20/99--01053--018
****155.00 ****155.00

REF. #: 0152.8759

CORP. NAME: Tropical Key Palms, LC

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 20 PM 1:29

STATE FEES PREPAID WITH CHECK# 6239 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials _____

RECEIVED
99 OCT 20 PM 12:34
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MJH

ARTICLES OF ORGANIZATION

- OF -

TROPICAL KEY PALMS, LC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 20 PM 1:29

The undersigned, for the purpose of forming a limited liability company under Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of this limited liability company is **TROPICAL KEY PALMS, LC.**

ARTICLE II - DURATION

This limited liability company shall exist until December 31, 2035 at which time this limited liability company shall terminate and cease to exist.

ARTICLE III - PURPOSE

This limited liability company is organized for the purposes of engaging in any lawful activities or lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT
AND BUSINESS, MAILING AND PRINCIPAL ADDRESS
OF THE LIMITED LIABILITY COMPANY**

The street address of the initial registered office of the limited liability company is C/O: The Law Firm of Josh N. Bennett, Esq., P.A., Suite 1050, First Union Financial Center, 200 South Biscayne Blvd., Miami, Florida 33131-2394, and the name of the initial registered agent

of the limited liability company at that address is **JOSH N. BENNETT**. The principal business office, mailing and street address of this limited liability company shall be Suite 1050, First Union Financial Center, 200 South Biscayne Blvd., Miami, Florida 33131-2394

ARTICLE V - ORGANIZER

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Josh N. Bennett	Suite 1050, First Union Financial Ctr. 200 South Biscayne Boulevard Miami, Florida 33131-2394

ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by the member who is to serve as such until its successor is elected and qualified. The member's name and address is as follows:

<u>Member's Name</u>	<u>Address</u>
CALM WAVES TRUST	c/o: 200 South Biscayne Blvd., Ste. 1050 Miami, Fl. 33131 Attn: Josh Bennett, Esq.
BLUE SKY TRUST	c/o: 200 South Biscayne Blvd., Ste. 1050 Miami, Florida Attn: Josh Bennett, Esq.

ARTICLE VII - CASH CONTRIBUTED TO THE COMPANY

The total amount of cash contributed to the company by the member is:

<u>Name of Cash Contributing Member</u>	<u>Amount</u>
CALM WAVES TRUST	\$100.00
BLUE SKY TRUST	\$100.00

ARTICLE VIII - OTHER PROPERTY CONTRIBUTED TO THE COMPANY

There shall be no additional property contributed to the limited liability company by the member at this time.

ARTICLE IX - REGULATIONS

The power to adopt, alter, amend or repeal regulations shall be vested with the member.

ARTICLE X - POWERS

The limited liability company shall have all of the limited liability company powers enumerated in the Florida Limited Liability Companies Act.

ARTICLE XI - INDEMNIFICATION

The limited liability company shall indemnify its member to the full extent permitted by law.

ARTICLE XII - AMENDMENT

The limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization or amendment thereto, and any right conferred upon the member is subject to this reservation.

ARTICLE XIII - ADDITIONAL MEMBERS

The limited liability company reserves the right to admit additional members and they must be voted in as additional members by a majority of the members.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 12th day of October, 1999.



JOSH N. BENNETT

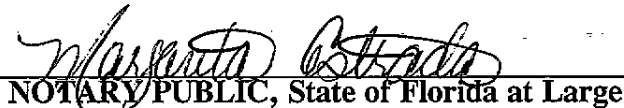
STATE OF FLORIDA)

COUNTY OF DADE)

:SS.:

BEFORE ME, the undersigned authority, personally appeared JOSH N. BENNETT, to me well known, and known to me to be the individual described in and who executed the foregoing instrument as subscriber thereto.

WITNESS my hand and official seal this 12th day of October, 1999.



NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



