

KELLEY DRYE & WARREN LLP

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

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PARSIPPANY, NJ

BRUSSELS, BELGIUM

HONG KONG

AFFILIATED OFFICES

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JAKARTA, INDONESIA

MANILA, THE PHILIPPINES

MUMBAI, INDIA

TOKYO, JAPAN

December 15, 1999

L99000009000

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

Re: Limited Liability Company-Bethany Beach LLC

200003072312--4

-12/16/99--01025--009

***155.00 ***155.00

Ladies/Gentlemen:

Enclosed please find Articles of Organization for Florida Limited Liability Company in the name of Bethany Beach LLC together with a check in the amount of \$155.00 representing the filing fee, designation of agent and certified copy. We would appreciate it if you could file the same in due course. Thank you. Please return the certified copy to John G. Immer at 3837 North Moorings Court, Coconut Grove, FL 33133.

Sincerely,

John G. Immer
John G. Immer

99 DEC 16 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
AND
RECORDED

12-20-99

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: BETHANY BEACH LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
3837 North Moorings Court, Coconut Grove, FL 33133

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

John G. Immer	_____
Name	_____
3837 North Moorings Court	_____
Florida street address (P.O. Box NOT acceptable)	_____
Coconut Grove FL 33133	_____
City, State, and Zip	_____

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 as provided for in Chapter 608, F.S.

John G. Immer
Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

John G. Immer
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

John G. Immer
Typed or printed name of signee

99 DEC 16 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED AND FILED

FILING FEES:

- \$ 100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (OPTIONAL)
- \$ 5.00 Certificate of Status (OPTIONAL)