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ATTORNEYS AT LAW

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CHRIS K. RITCHIE
JASON R. MOSLEY ‡

August 5, 2005

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

Re: Sunset Developers of the Emerald Coast, LLC

To Whom It May Concern:

Enclosed are Articles of Organization for the above-referenced limited liability corporation and my check for $125.00 representing the filing fee. Should you have any questions, please do not hesitate to contact me.

Sincerely,

Paul A. Wilson

PAW:df

Enclosure

cc: Sunset Developers of the Emerald Coast, LLC

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
FOR
SUNSET DEVELOPERS OF THE EMERALD COAST, LLC

ARTICLE I - Name

The name of the Limited Liability Company (hereinafter referred to as the "Company") is:

SUNSET DEVELOPERS OF THE EMERALD COAST, LLC.

ARTICLE II - Address

The mailing address and the street address of the principal office of the Company is:

2613 Highway 95A South
Cantonment, FL 32533

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ARTICLE III -- Duration

The period of duration for the Company shall be: Perpetual.

ARTICLE IV - Management

The Company is to be managed by the members and the names and addresses of the initial Managing Members are:

James Steve Henderson
2704 Southern Oaks Drive
Cantonment, FL 32533

Chad Williams
2613 Highway 95A
Cantonment, FL 32533

Jeremy Brown
2613 Highway 95A
Cantonment, FL 32533

Ron Pugh
1134 Jaguar Circle
Gulf Breeze, FL 32563

Paul A. Wilson
Litvak, Beasley & Wilson, LLP
220 West Garden Street, Suite 606
Pensacola, FL 32502
(850) 432-9818
FL Bar # 1051297

ARTICLE V - Registered Agent

The name of the Company's initial Registered Agent in Florida is:

James Steve Henderson

The address of the Company's initial Registered Agent in Florida is:

2704 Southern Oaks Drive
Cantonment, FL 32533

ARTICLE VI - Admission of Additional Members

Members of the Company have the right to admit new members. Additionally members may be admitted only on the unanimous written consent of membership unit holder(s), and the membership unit holders shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII - Members Rights to Continue Business

The right, if given, of the remaining member(s) of the Limited Liability Company to continue the business at 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 Limited Liability Company shall be:

The remaining member(s) of the Company have the right to continue the business 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 Limited Liability Company only upon the vote of a majority in interest of the remaining members.

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ARTICLE VIII - Agency Authority of Members

Subject to the provisions of the operating agreement of the Company, members of the Company shall have authority as prescribed by Section 608.4235 of the Florida Limited Liability Company Act.

ARTICLE IX - Limited Liability

Pursuant to Sections 608.4227 and 608.4228 of the Florida Limited Liability Company Act, the members shall not be personally liable for any debt, obligation, or liability of the Company regardless of whether the Company or its members observe the usual Company formalities or requirements relating to the exercise of its Company powers or management.

ARTICLE X - Transferability of Interest

The ownership interest of the members is transferable and assignable only upon the unanimous written consent of the members.

ARTICLE XI - Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the members listed in Article IV.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 5 day of Aug, 2005.

James Steve Henderson, Member

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TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/

REGISTERED OFFICE

OF

SUNSET DEVELOPERS OF THE EMERALD COAST, LLC

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:

SUNSET DEVELOPERS OF THE EMERALD COAST, LLC

(2) The name and address of the registered agent and office is:

James Steve Henderson
2704 Southern Oaks Drive
Cantonment, FL 32533

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TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for the above named 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: 8-5-05

James Steve Henderson