

L00000000291

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000001089 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : BURKE AND BLUE, P.A.
Account Number : 072100000111
Phone : (850) 769-1414
Fax Number : (850) 784-0857

LIMITED LIABILITY COMPANY

SEACREST INN, L.L.C.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN -7 PM 12:49

H00000001089 2

**ARTICLES OF ORGANIZATION
FOR
SEACREST INN, L.L.C.**

a Florida Limited Liability Company

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN -7 PM 1:00

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be SEACREST INN, L.L.C.
("Company").

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be 119 Euclid Avenue,
Birmingham, Alabama 35213.

ARTICLE III - DURATION

The period of this company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization

providing for the continued existence of the company subsequent to the foregoing events.

Elizabeth J. Walters, Esq.

FL Bar #0040468

Burke & Blue, P.A.

221 McKenzie Ave.

Panama City, FL 32401-9998

H00000001089 2

H00000001089 2

ARTICLE IV - MANAGEMENT

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

NAMEADDRESS

Wesley L. Burnham, Jr.

11212 Front Beach Road
Panama City Beach, FL 32407

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

Elizabeth J. Walters, Esq.
Burke & Blue, P.A.
221 McKenzie Avenue
Panama City, Florida 3240100 JAN - 7 PM 1:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE VI -- ADMISSION OF ADDITIONAL MEMBERS

A member's interest in the Company may be assigned in whole or in part upon the unanimous consent of the Members of this Company. Assigned interests will be subject to the conditions, limitations and restrictions set forth in the Operation Agreement of this Company.

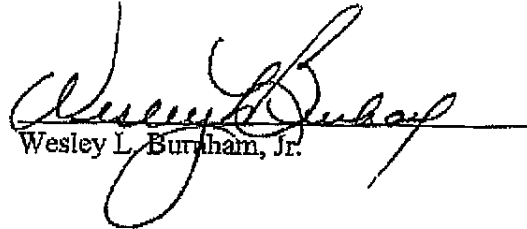
ARTICLE VII -- MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members may continue the Business on the death, 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 pursuant to the Operating Agreement.

H00000001089 2

H00000001089 2

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these articles of organization at Panama City, Bay County, Florida, on this 28th day of December, 1999.


Wesley L. Burdham, Jr.

11:51
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN -7 PM 1:00

H00000001089 2

H00000001089 2

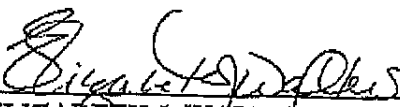
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that Scacrest Inn, L.L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at 119 Euclid Avenue, Birmingham, State of Alabama, 35213 has named Elizabeth J. Walters, located at 221 McKenzic Avenue, Panama City, County of Bay, State of Florida, 32401 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated company, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


ELIZABETH J. WALTERS

(Resident Agent)

00 JAN -7 PM 1:10
STATE OF FLORIDA
DIVISION OF CORPORATIONS

H00000001089 2