



THE UNITED STATES  
CORPORATION  
COMPANY

L00000002241

ACCOUNT NO. : 072100000032

REFERENCE : 603700 7133120

AUTHORIZATION : *Patricia Page*

COST LIMIT : \$ 155.00

ORDER DATE : February 28, 2000

ORDER TIME : 2:0 PM

ORDER NO. : 603700-005

CUSTOMER NO: 7133120

000003150100--0

CUSTOMER: Ms. Janelle Vaughn  
EUROPCO MANAGEMENT COMPANY OF  
EUROPCO MANAGEMENT COMPANY OF  
P.o. Box 5220

Niceville, FL 32578-5220

DOMESTIC FILING

NAME: RESORT LAUNDRY SERVICES, L.L.C

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

APPROVED  
AND  
FILED

GO FTD 28 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
00 FEB 28 PM 2:23  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*2-28-00*

**ARTICLES OF ORGANIZATION  
OF  
RESORT LAUNDRY SERVICES, L.L.C.**

THE UNDERSIGNED, pursuant to the provisions of Chapter 608 of the Florida Statutes, hereby certifies that the persons named herein have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit. It is further declared that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I  
NAME**

The name of the limited liability company shall be RESORT LAUNDRY SERVICES, L.L.C.

**ARTICLE II  
PURPOSE**

The purpose of this limited liability company shall be to provide commercial laundry services and to engage in any other activities or businesses permitted under the laws of the United States and the State of Florida.

**ARTICLE III  
DURATION**

The period of duration for this limited liability company shall be perpetual or until dissolved in the manner provided by law, or as provided in the Regulations for this company. In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates continued membership of a member in the company, the company shall be dissolved unless the remaining members, by a majority vote, elect to continue the business of the company.

**ARTICLE IV  
COMPANY ADDRESS;  
REGISTERED OFFICE ADDRESS;  
REGISTERED AGENT**

The mailing address and street address of the principal office of this limited liability company is 321 Highway 98 East, Destin, FL 32541 and the street address of the initial registered office of the company shall be 1201 Eglin Parkway, Shalimar, FL 32579. The name of its initial registered agent at such address is D. Michael Chesser.

RECEIVED  
AND  
FILED  
OFFICE OF THE  
CLERK OF THE  
COURT  
JAN 29 PM 2:48  
TALLAHASSEE, FLORIDA

**ARTICLE V  
RESTRICTIONS ON MEMBERSHIP**

The members shall have the right to admit new members in such manner as set forth in the Regulations. Contributions required of new members shall be determined by a 66\_% vote of the then current members as of the time of admission of new members to the limited liability company.

A member's interest in the limited liability company may be sold or otherwise transferred only as provided for in the Regulations and only after compliance with the right of first refusal contained in the Regulations. In the event an assignment or transfer is not approved by the unanimous written consent of the non-transferring members, the assignee or transferee of such membership interest shall have no right to participate in the management of the business and affairs of the company nor to become a member therein. In such event, the assignee or transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which the transferring member would otherwise be entitled.

**ARTICLE VI  
MANAGEMENT**

Management of this limited liability company shall be vested in its members whose names and addresses are as follows:

Destin Resorts, Inc.	321 Highway 98 East, Destin, FL 32541
Anchors Realty, Inc.	1631 Old Highway 98, Destin, FL 32541
Dune Allen Realty, Inc.	5200 N. Highway C 30A , Santa Rosa Beach, FL 32459

**DESTIN RESORTS, INC.** has been designated as the **MANAGING MEMBER** with the authority to exercise all powers typically exercised by the President of a business corporation including the specific power to appoint such other officers of this limited liability company as said Managing Member deems appropriate. The initial term of the Managing Member shall expire on the date of the first annual meeting of the members, said Managing Member to continue to serve until a successor shall have been elected by a vote of the members in the manner as specified in the Regulations. No debt may be contracted nor contractual liability incurred by or on behalf of the company by any member other than the Managing Member.

**ARTICLE VII  
LIMITED LIABILITY COMPANY REGULATIONS**

The power to adopt, alter, amend or repeal the Regulations governing this limited liability company shall be vested in the members.

AND  
FILED  
00 FEB 23 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned authorized representative of the members hereby certifies that the foregoing constitutes the Articles of Organization. These Articles of Organization were executed by the undersigned at Okaloosa County, Florida on February 24, 2000.

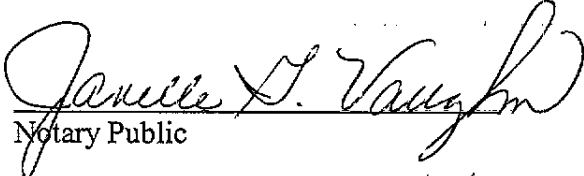
  
Jerome A. Zivan, Authorized Representative

STATE OF FLORIDA

COUNTY OF OKALOOSA

On this 24<sup>th</sup> day of February, 2000, before me personally appeared Jerome A. Zivan, the authorized representative of the Members of RESORT LAUNDRY SERVICES, L.L.C., a Florida Limited Liability Company to be formed, to me personally known to be the person who executed the foregoing, and acknowledged before me that he executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.

  
Notary Public

My Commission Expires: 10/17/03



FILED  
00 FEB 23 PM 2:48  
TALLAHASSEE  
FLORIDA

**DESIGNATION OF REGISTERED AGENT**

Pursuant to Section 608.407(d), Florida Statutes, the following is submitted:

RESORT LAUNDRY SERVICES, L.L.C., a limited liability company duly organized and existing under the laws of the State of Florida with its principal office as indicated in the Articles of Organization in Okaloosa County, Florida, has named:

D. Michael Chesser  
1201 Eglin Parkway  
Shalimar, FL 32579

as its registered agent to accept service of process in the State.

**ACCEPTANCE BY THE REGISTERED AGENT**

I, D. Michael Chesser, hereby accept appointment as Registered Agent for the Limited Liability Company, RESORT LAUNDRY SERVICES, L.L.C., and do hereby understand and accept the obligation of the position, and acknowledge my acceptance with my signature below on this 24<sup>th</sup> day of February, 2000.

  
\_\_\_\_\_  
Registered Agent

APPROVED  
AND  
FILED  
00 FEB 29 PM 2:48  
CLERK OF DISTRICT COURT  
FALL ALACHUE COUNTY FLORIDA