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LIMITED LIABILITY COMPANY
THE PAPER MOON OF PANAMA CITY, LLC

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 17, 2000

BURKE AND BLUE PA

SUBJECT: THE PAPER MOON OF PANAMA CITY, LLC
REF: W00000012871

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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ARTICLES OF ORGANIZATION

FOR

THE PAPER MOON OF PANAMA CITY, LLC

a Florida Limited Liability Company

M. Todd Burke
Bar # 152048
BURKE & BLUE, P.A.
221 McKenzie Ave.
Panama City, FL 32401
P266-10986

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 THE PAPER MOON OF PANAMA CITY, LLC ("Company").

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be 2303 Winona Drive, Panama City, Florida, 32405.

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.

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ARTICLE IV - MANAGEMENT

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

<u>NAME</u>	<u>ADDRESS</u>
Stephanie E. Frimet	2303 Winona Drive Panama City, FL 32405
Sandy M. Gainer	2303 Winona Drive Panama City, FL 32405

ARTICLE V - REGISTERED OFFICE AND AGENT

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

M. Todd Burke, Esq.
Burke & Blue, P.A.
221 McKenzie Avenue
Panama City, Florida 32401

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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.

IN WITNESS WHEREOF, the undersigned authorized representative has made and

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subscribed these articles of organization at Panama City, Bay County, Florida, on this 17th day
of May, 2000.



M. Todd Burke

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF 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 The Paper Moon of Panama City, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at 2303 Winona Drive, Panama City, Florida, 32405 has named M. Todd Burke, Esq., located at 221 McKenzie Avenue, Panama City, County of Bay, State of Florida, 32401 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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.


M. TODD BURKE

(Resident Agent)

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