

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L010000002118

South Watton Beach Resorts LLC

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***155.00 ***155.00

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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01 FEB -8 AM 11:35
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APPROVED
AND
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~~101-3079~~

Signature _____

Requested by: _____

Name Sh Date 2/8/01 Time 10:30

Walk-In _____ Will Pick Up _____

29-01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 8, 2001

CAPITAL CONNECTION, INC.

SUBJECT: SOUTH WALTON BEACH REALTY, LLC
Ref. Number: W01000003079

We have received your document for SOUTH WALTON BEACH REALTY, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following:

In the title of the articles of organization the limited liability company is listed as SOUTH WALTON BEACH RESORTS, L.L.C., but in Article I the name is listed as SOUTH WALTON BEACH REALTY, L.L.C. Please correct the document.

The document must contain the entity's complete mailing address.

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

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 501A00007869

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ARTICLES OF ORGANIZATION OF SOUTH WALTON BEACH RESORTS, L.L.C.

The undersigned on behalf of Holly L. Doin, P.A., 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 hereby executes this document. The undersigned further declare that the following articles shall be the charter and authority of the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be SOUTH WALTON BEACH RESORTS, L.L.C., and its principal place of business and mailing address shall be at 4141 East County Highway 30-A, Seagrove Beach, Florida 32459, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in the rental management business
2. To engage in any other activity or business authorized under the Florida Statutes.

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ARTICLE III

MEMBERS, MEMBERSHIP INTERESTS AND CAPITAL CONTRIBUTIONS

The members, membership interests and capital contributions shall be, as follows:

<u>Member</u>	<u>Membership Interests</u>	<u>Capital Contributions</u>
Holly L. Doin, P.A.	100	\$100.00

Additional contributions may be made as required, as determined by a fifty one percent (51%) vote of membership interests.

ARTICLE IV

PROFITS AND LOSSES

(a) Sharing of Profits. The member(s) shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributed share of the profits specified in accordance with the percentage of membership interests that each member owns related to the total membership interests outstanding.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in accordance with the percentage of membership interests that each member owns related to the total membership interests

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outstanding.

ARTICLE V

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, the business and affairs of this limited liability company shall be managed under the direction of the members of this limited liability company. This article (and the regulations of the limited liability company) may be amended from time to time by a fifty-one percent (51%) vote of the membership interests of the limited liability company.

ARTICLE VI

DURATION

This limited liability company shall exist until twenty (20) years from the date of filing these articles with the Department of State, or until dissolved in a manner provided by law, or provided in the regulations adopted by the members.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of the this limited liability company shall be located at 4141 East County Highway 30-A, Seagrave Beach, Florida 32459

ARTICLE VIII

MANAGEMENT

A. This limited liability company shall be managed by the managing member.

B. The name and address of the initial member, who shall serve as the manager until the first annual meeting of the

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member(s) or until her successor is elected and qualifies is Holly L. Doin, P.A. 54 North Lake Drive, Seagrove Beach, Florida 32459.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

Initial registered office and registered agent of the limited liability company is 36008 Emerald Coast Parkway, Suite 301, City of Destin, County of Okaloosa, State of Florida, and the name of its initial registered agent at such address is Robert E. McGill, III.

ARTICLE X

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by a fifty-one percent (51%) vote of the existing members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A members interest in the limited liability company may not be sold or otherwise transferred except with a fifty-one percent (51%) vote of the then existing members.

Upon the death, retirement, resignation expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon a fifty-one percent (51%) vote of the remaining members.

The undersigned being an original member of the limited liability company, hereby certifies that the foregoing constitute the Articles of Organization of South Walton Beach Resorts

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L.L.C.

Executed by the undersigned on the 8th day of February, 2001.

Holly L. Doin, P.A.

By: [Signature]
Holly L. Doin, President

STATE OF FLORIDA

COUNTY OF OKALOOSA

Before me, the undersigned authority, personally Holly L. Doin, as President of Holly L. Doin, P.A. who is known to me or produced _____ as identification and who, being first duly sworn, states that he executed the foregoing instrument voluntarily and for the purposes therein stated this 8th day of February, 2001.



[Signature]
Notary Public

My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated limited liability company at the place designated in these Articles, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 8th day of February, 2001.

[Signature]
Robert E. McGill, III

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