

**Costin and Costin**  
ATTORNEYS AT LAW  
13 WILLIAM AVENUE  
PORT ST. JOE, FLORIDA 32456  
TELEPHONE (850) 227-1159  
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**Charles A. Costin**

Cecil G. Costin, Jr.  
(1923 - 1990)

Mailing Address:  
Post Office Box 98  
Port St. Joe, FL 32457-0098

February 20, 2001

Florida Department of State  
Corporate Division  
Post Office Box 6327  
Tallahassee, FL 32314

300003745433--4  
-02/21/01--01075--004  
\*\*\*\*125.00 \*\*\*\*125.00

RE: The Lodge, LLC

Dear Sir or Madam:

Enclosed is the original Articles of Organization for the above referred corporation. Please file the original at your earliest convenience. I have enclosed a check in the amount of \$125.00 to cover the filing fees.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

*Kristy Lee*  
Kristy Lee

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L01-2812  
OK

OK  
2-20-01

ARTICLES OF ORGANIZATION

OF

THE LODGE, LLC

The undersigned members to these Articles of Organization, persons competent to contract, hereby form a limited liability company, under Chapter 608, Florida Statutes, and do hereby certify that it has become such company under and pursuant to the following Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is "THE LODGE, LLC"

ARTICLE II

Duration

The company shall have perpetual existence commencing February 20, 2001.

ARTICLE III

Appointment and Acknowledgment of Designated  
Registered Agent and Office Address

The name and street address of this company's initial registered agent is Charles A. Costin, 413 Williams Avenue, Port St. Joe, Florida 32456. The address of the initial principal office of this company and its mailing address is 6250 Shiloh Road, Suite 120, Alpharetta, Georgia 30005. The registered agent, by his signature hereon, acknowledges that he has read the foregoing

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Articles of Organization and that he is familiar with and accepts the obligations of his appointment as designated registered agent.

ARTICLE IV  
Right to Admit Additional Members

The additional members listed hereinbelow shall have the right to admit additional members; however, each member must unanimously consent to such additional member and to the amount of such additional members contribution to capital.

ARTICLE V  
Management

This limited liability company is to be managed by its members in proportion to their capital contributions, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

The duties and responsibilities of management in addition to those set forth in Florida Statute 608.4225 (1993) are as follows: a) to negotiate contracts for lease or purchase of facilities or equipment, b) to maintain and safeguard the cash flow including management of the operating bank account and negotiating with financial institutions for short term capital needs, as may be determined necessary by the owners and management of the company, c) to comply with federal and state tax laws, d) to perform monthly reporting of financial position and the results of operations to the membership along with comparisons to budgeted operations and

anticipated cash flows, e) to monitor receivable collections and follow up where necessary, f) to audit monthly cost reports submitted to governmental agencies, g) to monitor compliance with policies and procedures established by the membership and management, h) to provide such services as may be agreed to in writing from time to time executed by membership and management.

ARTICLE VI  
Membership

This limited liability company shall have 2 initial members.  
The names and addresses of these 2 initial members are as follows:

Brad Dunning  
6250 Shiloh Road  
Suite 120  
Alpharetta, Georgia 30005

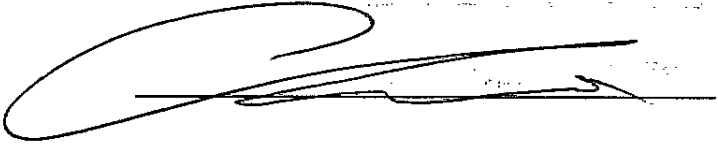
Jesse Vance  
6250 Shiloh Road  
Suite 110  
Alpharetta, Georgia 30005

ARTICLE VII  
Voting

Voting on all matters relating to this company shall be vested exclusively in the membership. Each member's vote shall be weighed in proportion to that member's capital account, as adjusted from time to time to properly reflect any addition of contributions and withdrawals by the members. Sharing of profits and losses shall likewise be allocated on the basis of each member's capital account unless modified by separate contract signed by all members.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization on the 20<sup>th</sup> day of February, 2001; and, in accordance with Section 608.408 (3), Florida Statutes, the execution of these Articles constitutes an affirmation under penalties of perjury that the facts stated herein are true.

ATTEST:



BY: Brad Dunning  
BRAD DUNNING, Member

BY: Jesse Vance  
JESSE VANCE, Member

STATE OF FLORIDA  
COUNTY OF GULF

I HEREBY CERTIFY that on this day, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **BRAD DUNNING**, who is personally known to me or who produced His driver license as identification, known to me to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein described.

SWORN TO AND SUBSCRIBED before me this 20<sup>th</sup> day of February, 2001.



Kristy M. Lee  
Notary Public

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF GULF

I HEREBY CERTIFY that on this day, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **JESSE VANCE**, who is personally known to me or who produced His driver license as identification, known to me to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein described.

SWORN TO AND SUBSCRIBED before me this 20<sup>th</sup> day of February, 2001.



Kristy M. Lee  
Notary Public

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

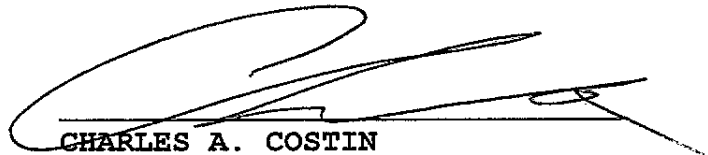
First, that **THE LODGE, LLC**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, at Port St. Joe, Gulf County, Florida, has named **CHARLES A. COSTIN**, 413 Williams Avenue, Port St. Joe, FL 32456, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named as registered agent and to accept service of process for the above stated limited liability company, and the place designated in this Certificate, I hereby accept

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JACKSONVILLE, FLORIDA

appointment as registered agent and agree to act in this capacity.  
I further agree to comply with all provision of 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 as provided for in Chapter 608, Florida Statutes.



**CHARLES A. COSTIN**  
Registered Agent  
Post Office Box 98  
413 Williams Avenue  
Port St. Joe, FL 32457

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA