

BROAD AND CASSEL
ATTORNEYS AT LAW

215 SOUTH MONROE STREET
SUITE 400
TALLAHASSEE, FLORIDA 32301
P.O. DRAWER 11300 (32302)
TELEPHONE: 850.681.6810
FACSIMILE: 850.681.9792
www.broadandcassel.com

JOSEPH P. JONES
DIRECT LINE: (850) 681-6810
MAIL: jjones@broadandcassel.com

L010 0000 1890

April 27, 2001

VIA HAND DELIVERY

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

Re: Romain Motier, LLC

Dear Sir/Madam:

Enclosed please find the following:

1. Articles of Organization of Romain Motier, LLC;
2. Check in the amount of \$125.00 for filing the Articles.

Thank you for your attention to this matter.

Sincerely,

BROAD AND CASSEL

Joseph P. Jones /tje
Joseph P. Jones

*per Teresa,
correct Article 4*

JPJ:tje
Enclosures

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAY 18 AM 11:36
100-111111111
TO ADJUDICATE
SUFFICIENCY OF FILING

300004271039--3
-05/18/01--01071--004
****125.00 ****125.00

APPROVED
AND
FILED
01 MAY 18 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

ROMAIN MOTIER, LLC

A Florida Limited Liability Company

THE UNDERSIGNED, in order to form a limited liability company, pursuant to the Florida Limited Liability Company Act, Fla. Stat. Ch. 608 et. seq. (2000) respectfully states as follows:

1. Name. The name of the limited liability company shall be "Romain Motier, LLC".
2. Duration. The duration of the limited liability company shall be no longer than May 15, 2051.
3. Purpose. The purpose of the limited liability company shall be to engage in the business of real property acquisition and development, but this statement of purpose shall not restrict the limited liability company from engaging in any lawful business which the Members of the limited liability company deem appropriate.
4. Registered Office. The address of the registered and principal office of the limited liability company shall be:

Romain Motier, LLC
82 Sixth Street
Apalachicola, Florida 32320

5. Registered Agent. The name and address of the registered agent shall be:

Olivier Ducimetiere-Monod
82 Sixth Street
Apalachicola, Florida 32320

6. Initial Members. The name and mailing address of the initial Member of the limited liability company is as follows:

Olivier Ducimetiere-Monod
82 Sixth Street
Apalachicola, Florida 32320

APPROVED
AND
FILED
01 MAY 18 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7. Additional Members. Additional Members of the limited liability company may be admitted if each such additional Member agrees to be bound by the Operating Agreement of the limited liability company and the initial Member consents to the admission of each such additional Member.

8. Management. The management of the limited liability company shall be vested in the initial Managing Member. The initial Managing Member shall be:

Olivier Ducimetiere-Monod
82 Sixth Street
Apalachicola, Florida 32320

9. Operating Agreement. The operation of the limited liability company shall be governed according to the provisions of an Operating Agreement executed by the initial Member, which shall be continuously on file at the registered office.

EXECUTED AND DELIVERED on 5/17, 2001.



OLIVIER DUCIMETIERE-MONOD
Authorized Agent

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 17th day of may, 2001 by OLIVIER DUCIMETIERE-MONOD who is personally known to me or has produced _____ as identification.


(Signature of Notary Public)



Theresa J. Everhart
MY COMMISSION # CC734585 EXPIRES
April 16, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

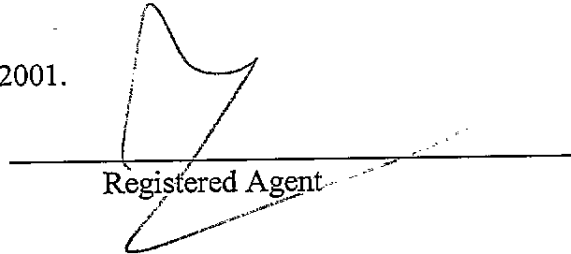
(Typed name of Notary Public)
Notary Public, State of Florida
Commission No. _____
My commission expires: _____

APPROVED
AND
FILED
01 MAY 18 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, OLIVIER DUCIMETIERE-MONOD, hereby accept the appointment as Registered Agent of Romain Motier, LLC.

Dated: 5/17, 2001.



Registered Agent

APPROVED
AND
FILED
01 MAY 18 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA