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June 13, 2001

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

RE: Articles of Organization for The Preserve at Burnt Pine, LLC

Dear Sir or Madam:

Enclosed please find the original Articles of Organization, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced limited liability company. Also enclosed is a check in the amount of \$125.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,

Tiffany Donaldson

Tiffany Donaldson
Legal Assistant for
Joseph M. Scheyd, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Name	Availability
Enclosures	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Record /ledgement	DCC
W. P. Verifier	DCC

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JOSEPH M. SCHEYD, JR., P.A.
Attorney At Law
1221 Airport Road, Suite 209
Destin, Florida 32541
TEL: (850) 837-1171
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DATE: June 27, 2001

TO: Diane

FAX NO.: (850) 410-1015

FROM: Jay Scheyd

RE: The Preserve at Burnt Pine, LLC

NO. OF PAGES INCLUDING FAX COVER SHEET

ORIGINAL SENT VIA U.S. MAIL ☐ YES ☐ NO
MESSAGE

Attached please find the revised Articles I spoke to you about this morning. I have yet to receive the "rejection" letter from your office. However, I will be overnighting the original Articles and a check in the amount of \$125.00 to your attention today.

Thank you.

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS LEGALLY PRIVILEGED AND CONFIDENTIAL INFORMATION INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED HEREIN. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THE FACSIMILE IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS TELECOPY IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY PHONE AND RETURN THE ORIGINAL MESSAGE VIA U.S. MAIL TO THE ADDRESS SHOWN ABOVE.

If you have any problems with this transmission, please call Tiffany @ (850) 837-1171.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 21, 2001

TIFFANY DONALDSON
JOSEPH M. SCHEYD, JR., P.A.
1221 AIRPORT ROAD, SUITE 209
DESTIN, FL 32541

SUBJECT: THE PRESERVE AT BURNT PINE, LLC
Ref. Number: W01000014312

We have received your document for THE PRESERVE AT BURNT PINE, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6051.

Michelle Hodges
Document Specialist

Letter Number: 501A00037719

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is: The Preserve at Burnt Pine, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

Mailing Address:

Street Address:

325 Sand Myrtle Trail
Destin, Florida 32541

325 Sand Myrtle Trail
Destin, Florida 32541

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be a period of fifty (50) years from its date of organization.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by a manager or managers and the names and address of such managers who are to serve as initial managers are:

Jay Gordon
715 Alta Vista Rd.
Louisville, KY 40206

Keith Sirockman
c/o Sirockman Industries
70 Cliffwood Drive
Atlanta, GA 30328

Robert Wyatt
c/o Outlaw Aircraft Sales
200 Airport Road, Bldg. #5
Clarksville, TN 37042

Kent Thomas
Post Office Box 5
Destin, FL 32540

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS


The terms and conditions of the admission of additional members shall be established by the Regulations of the organization as may be amended from time to time.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, expulsion, or bankruptcy of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining Members shall have the right either to purchase the interest

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of the terminating member in the limited liability company or to terminate and liquidate the business, pursuant to the Regulations of the limited liability company.

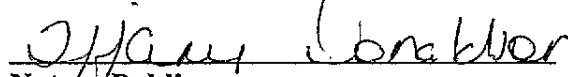

KENT THOMAS

Before me, the undersigned authority personally appeared **KENT THOMAS**, personally known to me or who produced _____ as identification, and executed the within document for purposes stated therein.

SUBSCRIBED AND SWORN to before me this 27 day of August, 2001.



Tiffany Donaldson
MY COMMISSION # CC840289 EXPIRES
May 25, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
My Commission Expires: _____

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is The Preserve at Burnt Pine, L.L.C.
2. The name and address of the registered agent and office is:

Joseph M. Scheyd, Jr.
1221 Airport Road, Suite 209
Destin, Florida 32541

Having been named as registered agent and to accept service of process for the above stated limited liability at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.



Joseph M. Scheyd, Jr.

June 27, 2001

Date

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TALLAHASSEE, FLORIDA