

ATTORNEY AT LAW

Kathleen Reynolds, Esq.

KATHLEEN REYNOLDS

105 MAIN STREET

DESTIN, FL 32541

(850) 837-3344

FAX (850) 837-3502

September 22, 1998

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

Re: Articles of Organization of The Galleria
of Destin, L.L.C.


Dear Sir/Madam:

L01-20466

Enclosed please find the original Articles of Organization with Registered Agent Acceptance for the above-referenced limited liability company. Also enclosed is my firm check in the amount of \$125.00 representing the filing fee.

Thank you for your assistance in this regard. Should you have any questions or need additional information, please do not hesitate to contact me.

Sincerely,



KATHLEEN REYNOLDS

KR:gp

Enclosures: a/s

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**ARTICLES OF ORGANIZATION OF
THE GALLERIA OF DESTIN, L.L.C.
A Florida limited liability company**

CRAIG KOLLARS, a natural person competent to contract, presents these Articles of organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I - NAME

The name of this limited liability company is:

The Galleria Of Destin, L.L.C.
A Florida limited liability company

This limited liability company is referred to in these Articles as "the Company".

ARTICLE II - PRINCIPAL OFFICE ADDRESS

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

Mailing address:	Street address:
Post Office Box 380605 Birmingham, Alabama 35238	1676-C Montgomery Highway Birmingham, Alabama 35216

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Company shall be at 125 W. Romana Street, Suite 800, Pensacola, FL 32501, and the name of the initial registered agent of the Company at that address is Gary W. Huston.

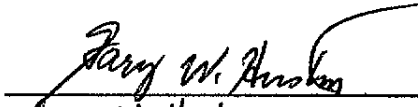
IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization on the date set forth below.


CRAIG KOLLARS, Member

DATED the 18th day of September, 2001

REGISTERED AGENT ACCEPTANCE

I DO HEREBY ACCEPT the foregoing designation as registered agent of The Galleria Of Destin, L.L.C., a Florida limited liability company. Further, I am familiar with and accept the duties and obligations of such designation.

 (SEAL)
Gary W. Huston

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