L02000009398

4-16-02

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT:	GDG PROPERTIES, LLC			
	(Proposed componate name - must include suffix) Section 2.5			
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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF ORGANIZATION

OF

GDG PROPERTIES, LLC

The undersigned organizer adopts the following Articles of Organization for the Limited Liability Company named below pursuant to Sections 608.401, et. seq. of the Florida Limited Liablity Company Act.

ARTICLE I

NAME

The name of the Limited Liability Company is: GDG PROPERTIES, LLC, hereinafter called "Company".

ARTICLE II

DURATION

The Company shall exist perpetually commencing upon filing of the Articles of Organization with the Florida Department of State subject to dissolution and termination of the Company provided in a separate operating agreement signed by all the initial members.

ARTICLE III

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the Company is: 12 Commerce Road, Ste. A, Destin, FL 32541.

The mailing address of Company is:

12 Commerce Road, Ste. A, Destin, FL 32541.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Company is: 12 Commerce Road, Ste. A, Destin, FL 32541.

The initial Registered Agent of the Company at the above address is: GEORGE D. GORDON.

ARTICLE V

BUSINESS PURPOSES

The Company is organized for the purpose of engaging in any lawful business which may be conducted by a Limited Liability Company under the laws of the State of Florida.

ARTICLE VI

ADMISSION OF NEW MEMBERS

New or substituted members shall be admitted in accordance with the provisions of a separate Operating Agreement executed by all the initial members.

ARTICLE VII

COMPANY CONTINUATION AFTER A MEMBER'S

TERMINATION

In the event of a member's termination by death, retirement, reisgnation, expulsion, bankruptcy, dissolution or otherwise, the right of the Company to continue in business shall be governed by a separate Operating Agreement executed by all the initial members.

ARTICLE VIII

MANAGEMENT

The property and business of the Company shall be managed by a manager.

The name and business address of the manager is: GEORGE D. GORDON, 12 Commerce Rd., Ste. A
Destin, FL 32541.

ARTICLE IX

CONTRIBUTIONS

The amount of cash or value of property contributed or agreed to be contributed by the members will be stated in a separate Operating Agreement signed by all the initial members.

Having been named as Registered Agent to accept service of process for the above stated Limited Liability Company at the registered office above stated, 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 as provided in Chapter Registered Agent:

George D Gordon

IN WITNESS WHEREOF, the undersigned organizer, pursuant to 608.408(3) F.S., affirms under the penalty of perjury that the facts stated above are true and correct.

Organizer:

Ge∲rge D.