

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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02 MAY -3 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Seacrest Partners LLC

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ☒ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ___ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
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Signature

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ARTICLES OF ORGANIZATION OF SEACREST PARTNERS, L.L.C.

02 MAY -3 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby certify that we have associated ourselves together for the purposes of becoming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liabilities companies for profit. We further declare that the following articles shall be the charter and authority of the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be Seacrest Partners, L.L.C., and its principal place of business shall be at 29 Tranquil Way, Seacrest Beach, Florida 32413 and its mailing address shall be P.O.Box 805, Destin, Florida 32540, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in the business of real estate development
2. To engage in any other activity or business

authorized under the Florida Statutes.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 29 Tranquil Way, Seacrest Beach, Florida 32413.

ARTICLE IV

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 36008 Emerald Coast Parkway, Suite 301, Destin, Florida 32541, and the name of its initial registered agent at such address is Robert E. McGill, III,.

The undersigned, being an authorized representative of the limited liability company, a member, hereby certifies that the foregoing constitute the Articles of Organization of Seacrest Partners, L.L.C..

Executed by the undersigned on the 2nd day of May, 2002

Robert E. McGill, III
Robert E. McGill, III *by [Signature]*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

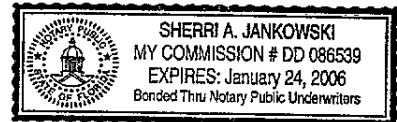
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COUNTY OF OKALOOSA

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TALLAHASSEE, FLORIDA

Before me, the undersigned authority, personally appeared Robert E. McGill, III, who is known to me and who, being first duly sworn, states that he executed the foregoing instrument voluntarily and as the authorized representative of Seacrest Partners, L.L.C. for the purposes therein stated this 2nd day of May, 2002.

Sherri A. Jankowski
Notary Public *Sherri A. Jankowski*

My Commission Expires: _____



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated limited liability company at the place designated in these Articles, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 2nd day of May, 2002.

Robert E. McGill, III
by *LAG*