

L02000010750

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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

LIMITED LIABILITY COMPANY**KAHALEVE, L.L.C.**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 1, 2002

FAS-T CORP. AGENTS, INC.

SUBJECT: KAHALEVE, L.L.C.
REF: W02000012411

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The articles of organization are signed by an organizer. The articles must be signed by a member or an authorized representative of a member.

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) 245-6025.

Trevor Brumbley
Document Specialist

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
KAHALEVE, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Kahaleve, L.L.C., ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 4 Oceanview Drive, Pensacola Beach, FL 32561.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Kenneth R. Fountain, 8438 Gulf Blvd., Ste A, Navarre Beach, FL 32566.

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TALLAHASSEE, FLORIDA

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as set forth in the Regulations of the company and provided in F.S. Chapter 608.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provide din the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a unanimous vote of the remaining members.

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TALLAHASSEE, FLORIDA

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ARTICLE IX - MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

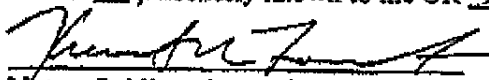
<u>NAME</u>	<u>ADDRESS</u>
Conna G. O'Donovan	4 Oceanview Drive Pensacola Beach, FL 32561
James R. Steel, Jr.	400 Panferio Drive Pensacola Beach, FL 32561
Cynthia S. Steel	400 Panferio Drive Pensacola Beach, FL 32561

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Navarre Beach, Santa Rosa County, Florida on May 3, 2002.


James R. Steel, Organizer and Managing Member

STATE OF FLORIDA
COUNTY OF SANTA ROSA

Sworn to and subscribed before me this 3 day of May by James R. Steel, ¹² Organizer and Member, who is personally known to me OR X produced identification.


Notary Public -- State of Florida

My commission expires



Kenneth R. Fountain
My Commission CC974898
Expires October 19, 2004

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STATE OF FLORIDA
SECRETARY OF STATE
ALLIANCE, FLORIDA

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

Under the provisions of F.S. 608.415 or 608.507, Kahaleve, L.L.C., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Kahaleve, L.L.C..
2. The name and address of the registered agent in Florida are:

Kenneth R. Fountain
8438 Gulf Blvd., Ste A
Navarre Beach, FL 32566

The undersigned, being the person named in the articles of organization of Kahaleve, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Kenneth R. Fountain,
Registered Agent

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