

LO 2000018509

COFFIELD & ASSOCIATES, P.A.

P. COLLEEN COFFIELD
ADMITTED IN FLORIDA AND LOUISIANA

1719 SOUTH COUNTY HIGHWAY 393
SANTA ROSA BEACH, FLORIDA 32459
(850) 622-1141
FAX (850) 622-1144
cclawsr@aol.com

July 19, 2002

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Secretary of State
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

BK

Re: Big Fish Properties, LLC

To Whom It May Concern:

Enclosed please find the original and one copy of the executed Articles of Organization, as well as the Acceptance of Registered Agent, in regard to the above-referenced company. Also, enclosed is a check in the amount of \$125.00 to cover the filing fee. Upon filing, please return the copy of the stamped Articles to me using the enclosed self-addressed, stamped envelope..

If you have any questions, please contact me. Thank you for your assistance in this matter

Sincerely,



P. Colleen Coffield

PCC/wlg

Enclosures

cc: client

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
BIG FISH PROPERTIES, LLC

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 BIG FISH PROPERTIES, LLC (Company).

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 440 West Point Washington Road, Santa Rosa Beach, Florida 32459.

ARTICLE III - DURATION

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

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Jonathan P. Roberts, 440 West Point Washington Road, Santa Rosa Beach, Florida 32459.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company may contribute to the capital of the company cash, property, or services.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such 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

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management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

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 the consent of all the remaining members, provided there are at least two remaining members.

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 the 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 name and address of the members of the company are:

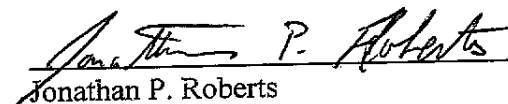
Jonathan P. Roberts

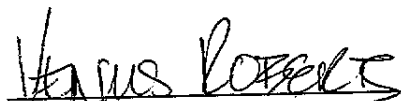
440 West Point Washington Road
Santa Rosa Beach, Florida 32459

Venus A. Roberts

440 West Point Washington Road
Santa Rosa Beach, Florida 32459

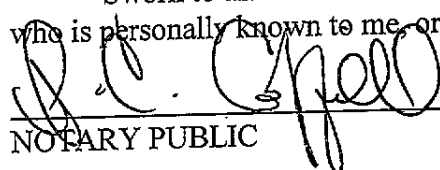
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Santa Rosa Beach, Florida, on the 19th day of July 2002.


Jonathan P. Roberts


Venus A. Roberts

STATE OF FLORIDA
COUNTY OF WALTON

Sworn to and subscribed before me this 19th day of July, 2002, by Jonathan P. Roberts & Venus A. Roberts who is personally known to me, or produced _____ as identification.


NOTARY PUBLIC

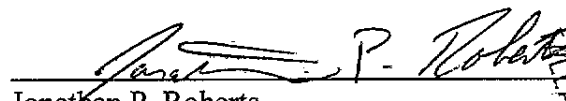


P Colleen Coffield
My Commission DD080479
Expires December 26, 2005

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of BIG FISH PROPERTIES, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above state 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 obligation of the position of registered agent.


Jonathan P. Roberts
Registered Agent

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