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July 16, 2002

Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

RE: LLC's for filing

500006722335--9
-07/29/02--01045--009
***125.00 ***125.00

Dear Sir/Madam:

Enclosed please find three LLC's named Magnum Management, LLC, Magnum Capital Hospitality, LLC, and MH 1, LLC for filing in the Florida Department of State. Please return the stamp copies to the address listed above.

Thank you and if you have any questions or need anything further, please do no hesitate to call me at the number above.

Very truly yours,



Leigh Ann Cofield
Paralegal

/lac
enclosures

FILED
02 JUL 29 AM 10:14
TALLAHASSEE, FLORIDA

2/30/02

02 JUL 29 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
MAGNUM CAPITAL HOSPITALITY, LIMITED LIABILITY COMPANY**

We, the undersigned natural persons of the age of nineteen (19) years or more, acting as organizers of a limited liability company under the Limited Liability Company Act of the State of Florida, hereby adopt the following Articles of Organization for the limited liability company dated this ____ day of _____, 2002:

ARTICLE ONE

The name of the limited liability company is Magnum Capital Hospitality, Limited Liability Company.

ARTICLE TWO

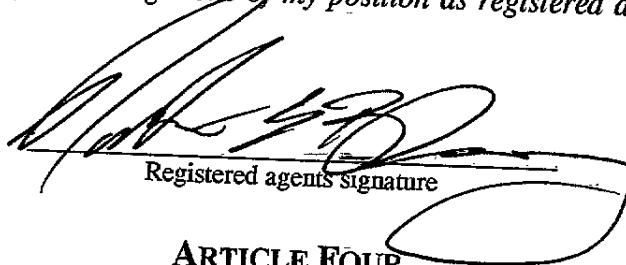
The mailing address and street address of the principal office of the limited liability company is: 15900 Front Beach Road, Panama City Beach, FL 32407.

ARTICLE THREE

The name and business address of the limited liability company's initial registered agent for service of process is:

Robert E. Blackerby
15900 Front Beach Road
Panama City Beach, FL 32407

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 for in Chapter 608, F.S.


Registered agents signature

ARTICLE FOUR

The Limited Liability Company is to be managed by one manager and is, therefore a manager-managed company and shall be managed by Robert E. Blackerby

ARTICLE FIVE

The purpose for which the limited liability company is organized is to purchase real property and to engage in any legal business for which a limited liability company may be organized.

ARTICLE SIX

The members of the limited liability company reserve the right to admit new members to the limited liability company only upon unanimous written consent of all members.

ARTICLE SEVEN

Upon the death, retirement, resignation, expulsion, bankruptcy, dissociation of a member, an event of dissolution or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may elect to continue the limited liability company by obtaining unanimous written consent of the remaining members desiring to continue the business under the limited liability company within 90 days of the occurrence of the terminating event.

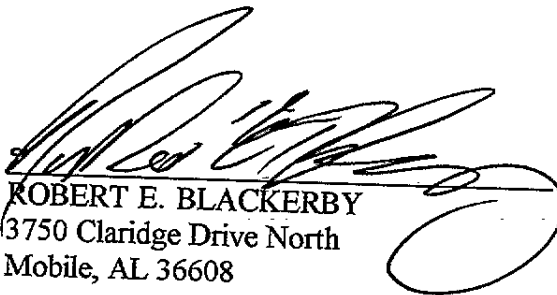
ARTICLE EIGHT

The name and address of each initial member of the limited liability company is shown below.

ARTICLE NINE

The members of the Limited Liability Company shall have no liability for any debt, obligation or liability of the Limited Liability Company, as provided in the Florida Limited Liability Company Act.

The members, by their signing below, affirm under penalty of perjury the truth of the matters set forth above.


ROBERT E. BLACKERBY
3750 Claridge Drive North
Mobile, AL 36608

FILED
02 JUL 29 AM 10:15
TALLAHASSEE, FLORIDA