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From:

Account Name : STEPHEN R. MOORHEAD, P.A.  
Account Number : I19990000132  
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**LIMITED LIABILITY COMPANY**

**Highpoint Ventures of Pensacola, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
HIGHPOINT VENTURES OF PENSACOLA, LLC**

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**ARTICLE I — Name:**

The name of the limited liability company (hereinafter referred to as the "Company") is  
  
HIGHPOINT VENTURES OF PENSACOLA, LLC

**ARTICLE II — Address:**

The mailing address and street address of the principal office of the Company is:  
  
23 Highpoint Drive  
Gulf Breeze, FL 32561

**ARTICLE III — Duration:**

The period of duration for the Company shall be: Perpetual subject to Article VII hereof.

**ARTICLE IV — Management:**

The Company is to be managed by the members and the names and addresses of the initial members are:

Jo Ann Sprori  
23 Highpoint Drive  
Gulf Breeze, FL 32561

James A. Sprori and Marie D. Martinez,  
husband and wife  
11950 SW 3<sup>rd</sup> Street  
Miami, FL 33184

Stephen R. Moorhead, Esq.  
McDonald, Fleming, Moorhead,  
Ferguson, Green & Smith, LLP  
4300 Bayou Blvd., Suite 13  
Pensacola, FL 32503  
Florida Bar No. 6113339  
Telephone: (850) 477-0660  
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P. 03**ARTICLE V — Registered Agent:**

The name of the company's initial registered agent in Florida is Stephen R. Moorhead. The address of the company's initial registered office in Florida is 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503.

**ARTICLE VI — Admission of Additional Members:**

Members of the company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of membership unit holder(s), and the membership unit holders shall determine the amount and nature of contributions by new members at the time the new members are admitted.

**ARTICLE VII — Members' Rights to Continue Business:**

The right, if given, of the remaining member(s) of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining member(s) of the company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company only upon the vote of a majority in interest of the remaining members.

**ARTICLE VIII — Agency Authority of Members:**

Subject to the provisions of the operating agreement of the company, members of the company shall have authority as prescribed by Section 608.4233 of the Florida Limited Liability Company Act.

**ARTICLE IX — Limited Liability:**

Pursuant to Sections 608.4227 and 608.4228 of the Florida Limited Liability Company Act, the members shall not be personally liable for any debt, obligation, or liability of the Company regardless of whether the company or its members observe the usual company formalities or requirements relating to the exercise of its Company powers or management.


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**ARTICLE X —Additional Provisions:**

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the member listed in Article IV of these Articles of Organization as may be amended from time to time.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 6<sup>th</sup> day of September, 2002.

  
Stephen R. Moorhead, Authorized Representative

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