

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L02000024691
FILED 8:00 AM
September 23, 2002
Sec. Of State

Article I

The name of the Limited Liability Company is:
STERLING PALMS MANAGEMENT, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
4393 COMMONS DRIVE EAST
DESTIN, FL. US 325413456

The mailing address of the Limited Liability Company is:
4393 COMMONS DRIVE EAST
DESTIN, FL. US 325413456

Article III

The name and Florida street address of the registered agent is:
DAVAGE (TREY) J RUNNELS III
36468 EMERALD COAST PKWY
STE 2101
DESTIN, FL. 325414799

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.

Registered Agent Signature: DAVAGE J. RUNNELS, III

Article IV

The Limited Liability Company is a manager managed company

Article V

The name and address of managing members/managers are:

Title: MGR
STERLING RESORTS, INC.
4393 COMMONS DRIVE EAST
DESTIN, FL. 325413456 US

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Signature of member or an authorized representative of a member

Signature: TOM KLINE