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LIMITED LIABILITY COMPANY

NICEVILLE PROPERTIES, LLC

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
NICEVILLE 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 NICEVILLE PROPERTIES, LLC (aCompany@).

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 789 Miracle Strip Parkway, East Mary Esther, Florida 32569, and the street address shall be 789 Miracle Strip Parkway, East Mary Esther, Florida 32569.

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 or the operating agreement of the company.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is George A. Willard, at 789 Miracle Strip Parkway, East Mary Esther, Florida 32569.

ARTICLE V - MANAGEMENT

The company shall be managed by a manager determined in accordance with operating agreement adopted by the members for the management of the business and affairs of the company. The operating agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned organizer and member has made and subscribed these Articles of Organization at MARY ESTHER, Florida, on this 20TH day of November, 2002.


George A. Willard


Linda A. Hoffman
Emmanuel, Sheppard & Condon
30 S. Spring Street
Pensacola, FL 32501
(850) 433-6581
FL Bar No: 0500800
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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of NICEVILLE PROPERTIES, LLC, 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 accept the obligations of the position of registered agent.


George A. Willard


WITNESS:
Printed Name Melissa R. Deveney

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