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LIMITED LIABILITY COMPANY

MITCHELL/WEST, LLC

Certificate of Status	1
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Page Count	03
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**ARTICLES OF ORGANIZATION OF
MITCHELL/WEST, LLC**

The undersigned, G. ELLIOTT MITCHELL, a natural person competent to contract and a member of MITCHELL/WEST, LLC, hereby presents these Articles of Organization as the Articles of Organization of MITCHELL/WEST, LLC, a limited liability company formed under the provisions of Chapter 608, Florida Statutes.

ARTICLE I - NAME

The name of the limited liability company is:

MITCHELL/WEST, LLC

This limited liability company is referred to in these articles of organization as the "LLC."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing address of the principal office of the LLC is P. O. Box 2324, Santa Rosa Beach, Florida 32459 and the street address of the principal office of the LLC is 10140 East County Highway 30-A, Panama City Beach, Florida 32413.

ARTICLE III - PURPOSES AND POWERS

This LLC is organized for any legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

The date for commencement of the LLC's existence shall be the date these Articles of Organization are filed with the Florida Secretary of State. The LLC shall have a perpetual existence.

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ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the registered office of the LLC is 10140 E. County Highway 30-A, Panama City Beach, Florida 32413, and the name of the registered agent at that address is **G. ELLIOTT MITCHELL**.

ARTICLE VI - MANAGEMENT

The LLC shall be managed by two members. The name and address of the initial members are as follows:

G. ELLIOTT MITCHELL
P. O. Box 2324
Santa Rosa Beach, Florida 32459

H. CLARK WEST
P. O. Box 2324
Santa Rosa Beach, Florida 32459

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ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

Members owning a majority in interest shall have the right to admit new members. Contributions required of new members shall be determined as of the time of admission to the LLC.

ARTICLE VIII - RESTRICTION ON MEMBERSHIP

A member may not sell or otherwise transfer his or her Membership Units until the member has complied with the restrictions, including a right of first offer and a right of first refusal, contained in the Operating Agreement for the LLC.

ARTICLE IX - AMENDMENT

These Articles of Organization or any amendment thereto may be amended in accordance with the Florida Limited Liability Company Act.

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IN WITNESS WHEREOF, the undersigned member of the LLC has executed these Articles
of Organization on the date set forth below.

MEMBER:

G. Elliott Mitchell
G. ELLIOTT MITCHELL

Date: 1/8, 2003

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of, MITCHELL/WEST,
LLC. Further, I am familiar with and accept the duties and obligations of such designation.

G. Elliott Mitchell
G. ELLIOTT MITCHELL

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