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LIMITED LIABILITY COMPANY

Bayou Grande Plantation, LLC

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**ARTICLES OF ORGANIZATION OF
BAYOU GRANDE PLANTATION, LLC**

The undersigned, Daniel P. Rossi, a natural person competent to contract and member of this limited liability company, hereby presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I

The name of the limited liability company is:

BAYOU GRANDE PLANTATION, LLC.

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the principal office of the limited liability company is 344 Brooks Street, Fort Walton Beach, Florida 32548.

ARTICLE III - PURPOSES AND POWERS

This limited liability company 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 - TERM OF EXISTENCE

The limited liability company shall have a perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this limited liability company shall be 344 Brooks Street, Fort Walton Beach, Florida 32548, and the name of the initial registered agent of this limited liability company at that address is Daniel P. Rossi.

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ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by its members. The names and addresses of the members are:

Daniel P. Rossi
344 Brooks Street
Ft. Walton Beach, FL 32548

Russell Raymond Necaise, Jr.
7441 Cedar Lane
Pass Christian, MS 39571

B.R.S. Joint Ventures, a Florida
general partnership
449 Waterview Cove Drive
Freeport, FL 32439

Shane L. Cannon
P.O. Box 5415
Destin, FL 32540

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ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

Except where a member has received a bona fide offer to purchase a member's Membership Units, the offer has been offered to the limited liability company and/or other members of the limited liability company, and the company and the members declined to purchase the Membership Units on the terms offered by the third party, the decision to admit a new member into this company, or to allow a member to sell, assign, gratuitously transfer, devise or otherwise transfer (with or without consideration) its Membership Units shall require the unanimous consent of the members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

ARTICLE VIII - AMENDMENT

The company reserves the right to amend these Articles of Organization or any amendment thereto from time to time by the unanimous vote of the members in accordance with the Florida Limited Liability Company Act.

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

MEMBER:


DANIEL P. ROSSI

Date: March 11, 2003

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REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Bayou Grande Plantation,
LLC. Further, I am familiar with and accept the duties and obligations of such designation.


Daniel P. Rossi

Date: March 11, 2003