

Apr 22 04 10:59 AM BARRON REDDING HUGHES FITE BASSETT & FENSOM, P.A. 50 785 2999 Page 2 of 1
L03000012346

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000086206 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0383.

From:
Account Name : BARRON, REDDING, HUGHES, FITE, BASSETT & FENSOM, P.A.
Account Number : 073617000710
Phone : (850) 785-7454
Fax Number : (850) 785-2999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 APR 22 AM 10:45

LIMITED LIABILITY AMENDMENT

ST. ANDREWS HARBOR VILLAGE, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$55.00

RECEIVED
DIVISION OF CORPORATIONS
04 APR 22 PM 1:12

4/22/04

Electronic Filing Menu

Corporate Filing

Public Access Help

4p

Fax Audit No. H04000086206 3

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
ST. ANDREWS HARBOR VILLAGE, LLC,
a Florida Limited Liability Company**

Pursuant to the provisions of § 608.411, of the Florida Statutes, this Florida Limited Liability Company hereby adopts the following Amended and Restated Articles of Organization. The original Articles of Organization of St. Andrews Harbour Village, LLC, Document Number L03000012346, originally filed on April 4, 2003, was amended by those Articles of Amendment to Articles of Organization changing the name to St. Andrews Harbor Village, LLC, Document Number L03000012346, originally filed on April 15, 2003. The Amended and Restated Articles of Organization shall read as follows:

ARTICLE I - NAME:

The name of this Limited Liability Company is St. Andrews Harbor Village, LLC.

ARTICLE II - PURPOSE:

This company is organized for the purpose of transacting any or all lawful business.

ARTICLE III - DURATION:

This company shall exist perpetually.

ARTICLE IV - MAILING ADDRESS AND STREET ADDRESS:

The street and mailing address of the principal office of the company is:
10292 Front Beach Road, Panama City Beach, Florida 32408

ARTICLE V - REGISTERED AGENT AND ADDRESS:

The name and street address of the Registered Agent of the Company is:
Roland W. Kiehn, Esq., 220 McKenzie Avenue, Panama City, Florida 32402

ARTICLE VI - MEMBERSHIP:

The members may permit the admission of additional members, upon the unanimous

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 APR 22 AM 10:46

Fax Audit No. H04000086 206 3

Fax Audit No. H04000086206 3

consent of all members of the company.

ARTICLE VII - CONTINUATION OF BUSINESS:

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which may otherwise terminate the continuing membership of a member in the company, the remaining members of the company may continue the business of the company.

ARTICLE VIII - MANAGEMENT:

The company shall be member managed, subject to the provisions of the operating agreement.

IN WITNESS WHEREOF, the undersigned, SMITHS INCORPORATED, as the sole member of the company, has executed these Amended and Restated Articles of Organization on this 27th day of February, 2004.

In accordance with §608.408(3), Florida Statutes, the execution of this certificate constitutes an affirmation under the penalties of perjury that the facts stated within are true.

SMITHS INCORPORATED


By: Loren Smith
His: President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 APR 22 AM 10:46

Fax Audit No. H04000086206 3

Fax Audit No. H04000086206 3

**STATEMENT OF ACCEPTANCE AND DESIGNATION
OF REGISTERED AGENT OF
ST. ANDREWS HARBOR VILLAGE, LLC**

Pursuant to the provisions of Section 608.415 and 608.407 (1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement and designated its registered office and registered agent in the State of Florida:

The name of the limited liability company is ST. ANDREWS HARBOR VILLAGE, LLC.

The name of the registered agent for St. Andrews Harbor Village, LLC is Roland W. Kiehn, Esq., and the street address of the agent is 220 McKenzie Avenue, Panama City, Florida 32401.

This Statement is to acknowledge that, as indicated below, the St. Andrews Harbor Village, LLC, has appointed me, Roland W. Kiehn, Esq., as its registered agent to accept service of process for the company at the place designated above in the Certificate. I accept this 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.

Dated this 27th day of February, 2004.

In accordance with §608.408(3), Florida Statutes, the execution of this certificate constitutes an affirmation under the penalties of perjury that the facts stated within are true.



Roland W. Kiehn, Esq.
Registered Agent

FILED
STATE
SECRETARY OF
DIVISION OF CORPORATIONS
04 APR 22 AM 10:46

Fax Audit No. H04000086206 3