

Division of Corporations

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Florida Department of State  
Division of Corporations  
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## To:

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## From:

Account Name : BURKE AND BLUE, P.A.  
Account Number : 072100000111  
Phone : (850) 769-1414  
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## LIMITED LIABILITY COMPANY

BLUE HERON BEACH RESORT DEVELOPER, LLC

Certificate of Status	1
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DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION**  
**FOR**  
**BLUE HERON BEACH RESORT DEVELOPER, LLC**  
a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be BLUE HERON BEACH RESORT DEVELOPER, LLC ("Company").

**ARTICLE II - ADDRESS**

The mailing address of the principal office of the Company shall be 727 Highway 98 East, Destin, Florida, 32541.

**ARTICLE III - DURATION**

The period of this Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the Company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent

PREPARED BY:  
LES W. BURKE, ESQ. FL Bar # 110499  
BURKE, BLUE & HUTCHISON, P.A.  
221 McKenzie Avenue  
Panama City, FL 32401  
(850) 769-1414 fax: (850) 784-0857

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to the foregoing events.

#### ARTICLE IV - MANAGEMENT

The Company is to be managed by a Manager and the name and address of the Manager is:

NAME

ADDRESS

F. W. (Freddie) Schinz

727 Highway 98 East  
Destin, FL 32541

#### ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

Les W. Burke, Esq.  
Burke, Blue & Hutchison, P.A.  
221 McKenzie Avenue  
Panama City, FL 32401

#### ARTICLE VI -- ADMISSION OF ADDITIONAL MEMBERS

A member's interest in the Company may be assigned in whole or in part upon the unanimous consent of the Members of this Company. Assigned interests will be subject to the conditions, limitations and restrictions set forth in the Operation Agreement of this Company.

#### ARTICLE VII -- MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members may continue the business on the death, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company pursuant to the Operating Agreement.

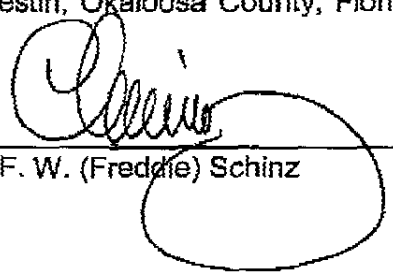
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IN WITNESS WHEREOF, the undersigned authorized representative has made and  
subscribed these Articles of Organization at Destin, Okaloosa County, Florida, on this  
15<sup>th</sup> day of May, 2003.

  
\_\_\_\_\_  
F. W. (Freddie) Schinz

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that BLUE HERON BEACH RESORT DEVELOPER, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at 727 Highway 98 East, Destin, Florida, 32541 has named Les W. Burke, Esq., located at 221 McKenzie Avenue, Panama City, County of Bay, State of Florida, 32401 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated company, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



LES W. BURKE

(Resident Agent)

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