

JUN-20-03 FRI 01:00 PM

STEPHEN R MOORHEAD PA

FAX NO. 850 477 1730

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Division of Corporations

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

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Account Name : STEPHEN R. MOORHEAD, P.A.
Account Number : I19990000132
Phone : (850)477-0660
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Barrineau Park USA, LLC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
BARRINEAU PARK USA, LLC**

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is:

BARRINEAU PARK USA, LLC

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is:

Post Office Box 869
Cantonment, FL 32533

ARTICLE III — Duration:

The period of duration for the Company shall be: Perpetual subject to Article VII hereof.

ARTICLE IV — Management:

The Company is to be managed by the members and the names and addresses of the initial members are:

William M. Gremillion
Post Office Box 869
Cantonment, FL 32533

Stephen R. Moorhead, Esq.
McDonaki, Fleming, Moorhead,
Ferguson, Green & Smith, LLP
4300 Bayou Blvd., Suite 13
Pensacola, FL 32503
Florida Bar No. 613339
Telephone: (850) 477-0660
Fax: (850) 477-1730

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ARTICLE V — Registered Agent:

The name of the company's initial registered agent in Florida is Stephen R. Moorhead. The address of the company's initial registered office in Florida is 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503.

ARTICLE VI — Admission of Additional Members:

Members of the company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of membership unit holder(s), and the membership unit holders shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII — Members' Rights to Continue Business:

The right, if given, of the remaining member(s) of the limited liability company to continue the business on the death, retirement, 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 limited liability company shall be:

The remaining member(s) of the company have the right to continue the business on the death, retirement, 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 limited liability company only upon the vote of a majority in interest of the remaining members.

ARTICLE VIII — Agency Authority of Members:

Subject to the provisions of the operating agreement of the company, members of the company shall have authority as prescribed by Section 608.4235 of the Florida Limited Liability Company Act.

ARTICLE IX — Limited Liability:

Pursuant to Sections 608.4227 and 608.4228 of the Florida Limited Liability Company Act, the members shall not be personally liable for any debt, obligation, or liability of the Company regardless of whether the company or its members observe the usual company formalities or requirements relating to the exercise of its Company powers or management.

ARTICLE X — Additional Provisions:

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the member listed in Article IV of these Articles of Organization as may be amended from time to time.

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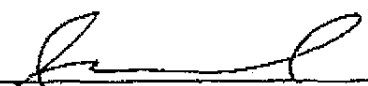
JUN-20-03 FRI 01:01 PM STEPHEN R MOORHEAD PA

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IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 19 day of June, 2003.


Stephen R. Moorhead, Authorized Representative
for William M. Gremillion

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/

REGISTERED OFFICE

OF

BARRINEAU PARK USA, LLC

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

- (1) The name of the limited liability company is **BARRINEAU PARK USA, LLC.**
- (2) The name and address of the registered agent and office is: **STEPHEN R. MOORHEAD, 4300 Bayou Boulevard, Suite 13, Pensacola, FL 32503.**

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, I hereby accept the 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: 6/19/03


STEPHEN R. MOORHEAD

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