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Law Offices of
KENNETH D. GOLDBERG, P.A.
Attorney at Law

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Tallahassee:
1725 Mahan Drive, Suite 201
Tallahassee, FL 32308
Telephone: 850/671-5872
Facsimile: 850/671-2732

Walton County:
3092 W. CR 30A
Santa Rosa Beach, FL 32459
Telephone: 850/267-0032
Facsimile: 850/267-3307

August 11, 2003

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

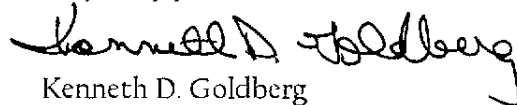
RE: Articles of Incorporation for Blue Mountain Beach, LLC.

Dear Sir or Madam:

Enclosed please find the original Articles of Organization, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced limited liability company. Also enclosed is a check in the amount of \$155.00 to cover the filing fee (\$100.00), Designation of Registered Agent (\$25.00), and certified copy (\$30.00).

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Very truly yours,


Kenneth D. Goldberg

cc: M. McCormick
Enclosure

**ARTICLES OF ORGANIZATION FOR BLUE MOUNTAIN BEACH
DEVELOPMENT, LLC.**

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The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I – Name:

The name of the limited liability company is BLUE MOUNTAIN BEACH DEVELOPMENT, LLC. (the “Company”).

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is 1209 Airport Road, #5, Destin, Florida 32541. The registered office of the Limited Liability Company is 1209 Airport Road, #5, Destin, Florida 32541.

ARTICLE III – Duration:

The period of duration for the Limited Liability Company shall commence on the date set forth below (i.e., the date of subscription and acknowledgment of these Articles of Organization) and shall be perpetual unless the Limited Liability Company is terminated as provided in its regulations; provided, however, that the remaining members may continue the existence of the Limited Liability Company as provided in Article VI below and as further provided in its regulations.

ARTICLE IV – Management:

The Limited Liability Company is to be managed by the members in accordance with the regulations of the Limited Liability Company. The names and addresses of the managing members are: McCormick Development, Inc., 1209 Airport Road #5, Destin, Florida 32541; Kenneth D. Goldberg, 1725 Mahan Drive, Suite 201, Tallahassee, Florida 32308; and Blue Heaven Properties, L.L.C.

ARTICLE V – Admission of Additional Members:

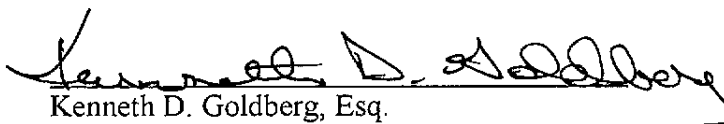
New members of the Limited Liability Company shall be admitted only upon the consent of all the members or otherwise pursuant to the terms and provisions of its regulations.

ARTICLE VI – Members’ Rights to Continue Business

The remaining members of the Limited Liability Company shall have the right, by unanimous consent, pursuant to the terms and provisions of its regulations, to continue the business of the Limited Liability Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which otherwise terminates the continued membership of a member in the Limited Liability Company.

IN WITNESS WHEREOF, I have signed these Articles
acknowledged them to be my act this 11th day of August, 2003.

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Kenneth D. Goldberg, Esq.
A member of the Limited Liability Corporation

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

In accordance with Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

The BLUE MOUNTAIN BEACH DEVELOPMENT, LLC (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, with its registered office, as indicated in its Articles of Organization, at 1209 Airport Road, #5, Destin, Florida, has named Kenneth D. Goldberg, Esq., located at 1725 Mahan Drive, Suite 201, Tallahassee, Florida 32308, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for the above-stated 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 as provided for in Chapter 608, Florida Statutes.


KENNETH D. GOLDBERG, Esq.
Dated: August 11, 2003

THIS INSTRUMENT PREPARED BY
Kenneth D. Goldberg, Esq.
1725 Mahan Drive, Suite 201
Tallahassee, Florida 32308
(850)671-5872