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KEVIN D. GOLDBERG

(Requestor's Name)

1725 MAHAW DR. Suite 201

(Address)

(Address)

TALL FL 32308

(City/State/Zip/Phone #)

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(Business Entity Name)

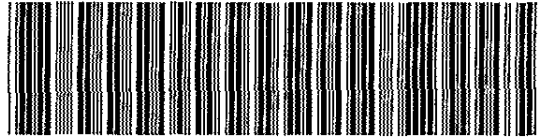
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AMENDED AND RESTATED ARTICLES OF ORGANIZATION
FOR BLUE MOUNTAIN BEACH DEVELOPMENT, LLC.

The undersigned, being authorized to execute and file these Amended and Restated Articles of Organization, hereby certifies that:

ARTICLE I – Name:

The name of the limited liability company is BLUE MOUNTAIN BEACH DEVELOPMENT, LLC. (the “Company”). The original Articles of Organization for the Company were filed with the Florida Department of State on August 11, 2003. These Amended and Restated Articles of Organization for the Company are being filed in accordance with Section 608.411, Florida Statutes,

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: AshMorMat, LLC, 1209 Airport Road #5, Destin, Florida 32541; and Kenneth D. Goldberg, 1725 Mahan Drive, Suite 201, Tallahassee, Florida 32308.


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 of Organization and acknowledged them to be my act this 24th day of November, 2003.


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