

L03000034550

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ANDREWS & DAVIS
ATTORNEYS AT LAW
THE PROFESSIONAL BUILDING
694 BALDWIN AVENUE, SUITE 1
POST OFFICE BOX 705
DEFUNIAK SPRINGS, FLORIDA 32435

ANGUS G. ANDREWS
MARK D. DAVIS

TELEPHONE (850) 892-5838
FACSIMILE (850) 892-5837

January 5, 2004

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

Re: *Walton Woodlands, LLC*
Amendment to Articles of Organization

Dear Division of Corporation:

Enclosed is an original and one copy of the Amendment to the Articles of Organization and change in Registered Agent for the above referenced corporation. A check in the amount of \$55.00 is enclosed for the filing fee for the amendment, the change in registered agent and for a copy of the Certificate of Status.

Thank you for your prompt attention to this matter. If you have any questions or concerns, please do not hesitate to contact me.

Regards,


Mark D. Davis
Andrews & Davis

MDD.sjd

Enclosure(s)

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 22, 2004

MARK D. DAVIS
ANDREWS & DAVIS, ATTORNEYS AT LAW
POST OFFICE BOX 705
DEFUNIAK SPRINGS, FL 32435

SUBJECT: WALTON WOODLANDS, LLC
Ref. Number: L03000034550

We have received your document for WALTON WOODLANDS, LLC and your check(s) totaling \$55.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Registered Agent's address must be a Florida street address, and cannot be a P.O. Box address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 604A00004038

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ANDREWS & DAVIS
ATTORNEYS AT LAW
THE PROFESSIONAL BUILDING
694 BALDWIN AVENUE, SUITE 1
POST OFFICE BOX 705
DEFUNIAK SPRINGS, FLORIDA 32435

ANGUS G. ANDREWS
MARK D. DAVIS

TELEPHONE (850) 892-5838
FACSIMILE (850) 892-5837

January 26, 2004

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

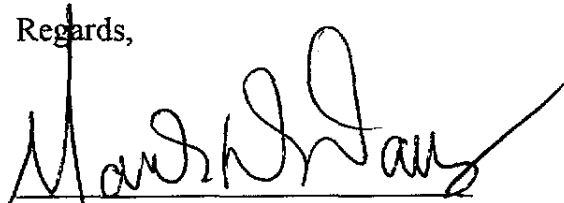
Re: Walton Woodlands, LLC
Letter No. 604A00004038

Dear Division of Corporation:

Enclosed is a copy of the above referenced letter and the Articles of Amendment to Walton Woodlands, LLC, with the registered agent information corrected.

Thank you for your prompt attention to this matter. If you have any questions or concerns, please do not hesitate to contact me.

Regards,



Mark D. Davis
Andrews & Davis

MDD.sjd

Enclosure(s)

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ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION OF
WALTON WOODLANDS, LLC, a Florida Limited Liability Company

THIS IS TO CERTIFY THAT:

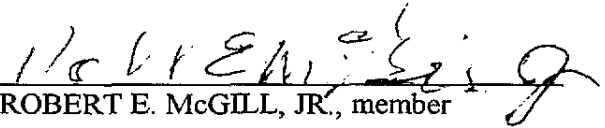
- FIRST:** This Article amends the Articles of Organization of Walton Woodlands, LLC;
- SECOND:** The Articles of Organization were originally filed with the Florida Department of State, Secretary of State, on September 11, 2003;
- THIRD:** The Articles of Organization are hereby and shall be amended to state the name, address, and percentage ownership interest of its members. The members are as follows:

<u>MEMBER</u>	<u>ADDRESS</u>	<u>INTEREST %</u>
ROBERT E. MCGILL, JR.	5 Weekewachee Circle Destin, Florida 32541	12.5%
GORDON R. MCGILL	193 Botany Bayou Blvd Santa Rosa Beach, Florida 32459	12.5%
DAVID C. BLACK, III	Post Office Box 1566 Santa Rosa Beach, Florida 32459	12.5%
HENRY W. MACLIN, III	Post Office Box 1566 Santa Rosa Beach, Florida 32459	12.5%
JAMES F. ANDERS, II	10 Cove Creek Lane Panama City Beach, FL 32413	25%
EMMETT F. HILDRETH, JR.	Post Office Box 1673 Santa Rosa Beach, Florida 32459	25%

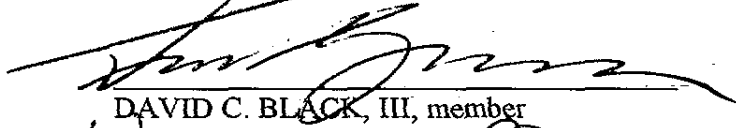
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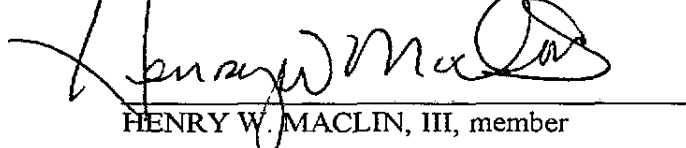
- FOURTH:** The undersigned agree that the Articles of Organization shall be and are amended to reflect the names and respective interests of the members of WALTON WOODLANDS, LLC, as noted in the previous paragraph.
- FIFTH:** The Limited Liability Company is to be managed by the members.
- SIXTH:** The Registered Agent for the L. L. C. shall be: Mark D. Davis, 694 Baldwin Avenue, Suite 1, DeFuniak Springs, Florida 32435.

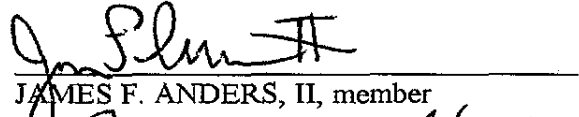
IN WITNESS WHEREOF, this Article of Amendment of Organization of Walton Woodlands, LLC; has been duly executed and is being filed in accordance with Section 608.411 F.S., this 5th day of January, 2004.

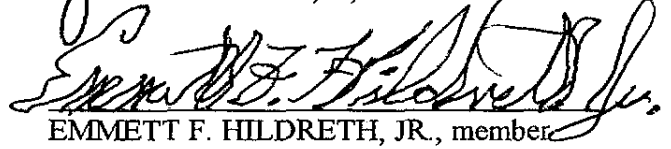

ROBERT E. MCGILL, JR., member


GORDON R. MCGILL, member


DAVID C. BLACK, III, member


HENRY W. MACLIN, III, member


JAMES F. ANDERS, II, member

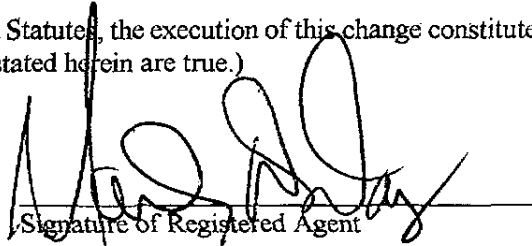

EMMETT F. HILDRETH, JR., member

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STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT
of
WALTON WOODLANDS, LLC, a Florida Limited Liability Company

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

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



Signature of Registered Agent

Mark D. Davis
Typed or printed name of signee

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