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Florida Department of State
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Fax Number : (850) 205-0383

From:

Account Name : JAMES W. GRIMSLEY
Account Number : I19980000016
Phone : (850) 243-8194
Fax Number : (850) 664-5728

LIMITED LIABILITY COMPANY

Old Bay Village, L.L.C.

Certificate of Status	0
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Prepared by
James W. Grimsley
Smith, Grimsley, Bauman, Pinkerton,
Petermann Shaw & Grinstead
P. O. Box 2379
Fort Walton Beach, FL 32549

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**ARTICLES OF ORGANIZATION
OF
OLD BAY VILLAGE, L.L.C.**

**ARTICLE I
Name**

The name of the limited liability company shall be **OLD BAY VILLAGE, L.L.C.**
The street address of the principal office and mailing address of Old Bay Village, L.L.C. is 1221
Airport Road, Suite 207, Destin, FL 32541.

**ARTICLE II
Duration**

The company shall commence its existence on the date these Articles of Organization
are filed with the Florida Department of State and shall exist perpetually unless the company is
earlier dissolved as provided in these Articles of Organization.

**ARTICLE III
Purposes and Powers**

The general purpose for which the company is organized for the purpose of
constructing townhomes and to transact any lawful business for which a limited liability
company may be organized under the laws of the State of Florida. The company shall have all of
the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV
Registered Office and Agent**

The name and street address of the registered agent of the company in the State of
Florida is James W. Grimsley, 25 Walter Martin Road, NE, Fort Walton Beach, Florida 32548.

**ARTICLE V
Management (Management by Members)**

The company shall be managed by Robert A. Bonezzi whose address is 1221 Airport
Road, Suite 207, Destin, FL 32541, in accordance with the regulations of the company. The
regulations may contain any provisions for the regulation and management of the affairs of the
company not inconsistent with law or these Articles of Organization.

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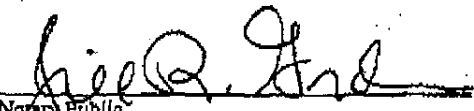
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By:  (SEAL)
Robert A. Bonezzi

STATE OF FLORIDA
COUNTY OF OKALOOSA

Sworn to and subscribed before me, Robert A. Bonezzi, on the 11th day of
December, 2003.


Notary Public

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed to these
Articles of Organization at Okaloosa County, Florida, for the foregoing uses and purposes this
____ day of December, 2003.

 (SEAL)
Robert A. Bonezzi

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: OLD BAY VILLAGE, L.L.C.
2. The name and the Florida street address of the registered agent are:

James W. Grimsley, Esquire
25 Walter Martin Road, N.E.
Fort Walton Beach, Florida 32548

Having been named as registered agent and to accept to service of process for the above stated 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 the Statutes governing the same and accept the obligations of my position as registered agent.


James W. Grimsley

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