

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L04000003939
FILED 8:00 AM
January 15, 2004
Sec. Of State**

Article I

The name of the Limited Liability Company is:

THE BAY, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

17854 FRONT BEACH ROAD
PANAMA CITY BEACH, FL. 32413

The mailing address of the Limited Liability Company is:

17854 FRONT BEACH ROAD
PANAMA CITY BEACH, FL. 32413

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

TREVOR SHEA
17854 FRONT BEACH ROAD
PANAMA CITY BEACH, FL. 32413

Having been named as registered agent and to accept 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 and accept the obligations of my position as registered agent.

Registered Agent Signature: TREVOR SHEA

Article V

The name and address of managing members/managers are:

Title: MGRM
TAYLOR INVESTMENT CORPORATION
625 N. TUXEDO
INDPLS, IN. 46201

Title: MGRM
UPHALL GROUP, LLC
8069-B HWY 30A
PANAMA CITY BEACH, FL. 32413

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Article VI

The effective date for this Limited Liability Company shall be:

01/13/2004

Signature of member or an authorized representative of a member

Signature: TREVOR SHEA