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FROM HALL RUNNELS, P.A.

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P.001/006 F-608

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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

FNM2, LLC L.L.C.

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2-20-04



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 19, 2004

HALL & RUNNELS, PA

SUBJECT: FNM2 L.L.C.
REF: W04000007094

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

8P ✓ The name of the entity listed on the fax cover sheet and the name of the entity listed in the document must be identical. Please amend the document or the fax cover sheet accordingly.

8P ✓ Article III lists Steven K. Hall as the registered agent, however, the certificate of designation of registered agent lists Forrest C. Mobley. Please correct the document.

8P ✓ Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations - P.O. BOX 6827 Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION
OF
FNM2 L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608 of the Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company.

ARTICLE I
NAME

EFFECTIVE DATE

2-18-04

The name of the limited liability company, hereinafter referred to in these Articles as "Company," is FNM2 L.L.C.

ARTICLE II
ADDRESS

The Company's mailing address and street address of its principal place of business in Florida is 4421 Commons Drive, Suite B103, Destin, Florida, 32541, but it shall have the power and authority to establish branch offices at such places as may be designated by the members.

ARTICLE III
INITIAL REGISTERED AGENT AND OFFICE:

The initial registered agent of the Company shall be Forrest C. Mobley. The street address of the initial registered agent is 4421 Commons Drive East, Suite B103, Destin, Florida 32541.

ARTICLE IV
DURATION/CONTINUATION

Beginning and effective on February 18, 2004, the period of the Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminated the continued membership of a member, unless the business of the Company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the Company subsequent to the foregoing events.

ARTICLE V
PURPOSE

The general purpose for which the Company is organized is to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, excluding banking and insurance, including all powers and purposes now and hereafter permitted by law to a limited liability company.

SECRETARY OF STATE
JULIA HASSELL
FLORIDA

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ARTICLE VI
MANAGEMENT

The business of the Company shall be managed by the Members. The name and address of the members who are to serve as the operating manager until a successor is duly elected and qualified are as follows:

Forrest C. Mobley, 4421 Commons Drive, Suite B103, Destin, Florida, 32541

Nancy M. Mobley, 4421 Commons Drive, Suite B103, Destin, Florida, 32541

ARTICLE VII
RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

ARTICLE VIII
POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of the Company, except as otherwise provided in these Articles, the regulations of the Company, or the Operating Agreement of the Company. This Article may be amended from time to time in the regulations of the Company by a unanimous vote of the members of the Company.

ARTICLE IX
REGULATIONS

The power to adopt, alter, amend, or repeal the regulations of the Company shall be vested in the manager of the Company. By unanimous vote of the members, regulations adopted by the manager may be repealed or altered, and new regulations may be adopted and the members may prescribe in any regulation made by them that such regulation made by them that such regulation may not be altered, amended or repealed by the manager.

ARTICLE X
AMENDMENT TO ARTICLES

Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions consistent with Section 608 of the Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event a new member is added by such amendment, it shall also be signed by the member to be added.

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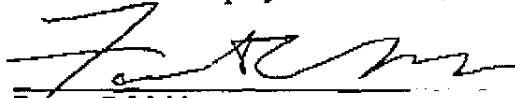
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ARTICLE XI
INDIVIDUALS FORMING COMPANY

The names and addresses of the Members forming this Company are Forrest C. Mobley 4421 Commons Drive, Suite B103, Destin, Florida, 32541.

IN WITNESS WHEREOF, the undersigned has executed these Articles on the 15th day of February, 2004 as the authorized representative for the Members of the Company identified above.

By:


Forrest C. Mobley

STATE OF FLORIDA
COUNTY OF OKALOOSA

On this 18th day of February, 2004, before me personally appeared Forrest C. Mobley, the authorized representative the member of FNM2 LLC, a Florida Limited Liability Company to be formed, to me personally known to be the person who executed the foregoing, and acknowledged before me that he executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.

(Affix Seal)



Sylvia Dale Allen
MY COMMISSION # CC921081 EXPIRES
May 10, 2004
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
My Commission Expires:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

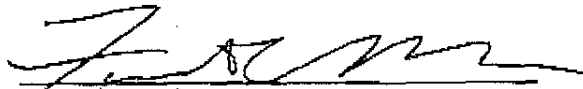
PURSUANT TO THE PROVISIONS OF 608.415, FLORIDA STATUTES, THE REFERENCED
LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: FNM2, LLC.,
2. The name and address of the registered agent and office is:

Forrest C. Mobley
4421 Commons Drive, Suite B103
Destin, Florida 32541

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.

DATED Feb 18, 2004 by:


Forrest C. Mobley

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TALLAHASSEE, FLORIDA

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