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February 19, 2004

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

**RE: *Articles of Organization for Cool Winds Properties, LLC***

Dear Sir or Madam:

Enclosed please find the original Articles of Organization, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Also enclosed is a check in the amount of \$125.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,



Tiffany Donaldson  
Legal Assistant for  
Joseph M. Scheyd, Jr.

/tjd

Enclosures

**ARTICLES OF ORGANIZATION FOR FLORIDA  
LIMITED LIABILITY COMPANY**

**ARTICLE I - NAME**

The name of the Limited Liability Company is: Cool Winds Properties, LLC

**ARTICLE II - ADDRESS**

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

Mailing Address:

Post Office Box 2547  
Santa Rosa Beach, Florida 32459

Street Address:

119 Snowdrift Road  
Destin, Florida 32550

**ARTICLE III - DURATION**

The period of duration for the Limited Liability Company shall be a period of fifty (50) years from its date of organization.

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be managed by a manager or managers and the names and address of such managers who are to serve as initial managers are:

Wayne McCool  
119 Snowdrift Road  
Destin, Florida 32550

Charles K. Windes, Jr.  
787 Spring Lake Drive  
Destin, Florida 32541

Mary Anne Windes  
787 Spring Lake Drive  
Destin, Florida 32541

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**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

The terms and conditions of the admission of additional members shall be established by the Regulations of the organization as may be amended from time to time.


**ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS**

In the event of the death, retirement, resignation, expulsion, or bankruptcy of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining Members shall have the right either to purchase the interest of the terminating member in the limited liability company or to terminate and liquidate the business, pursuant to the Regulations of the limited liability company.

  
WAYNE McCOOL

Before me, the undersigned authority personally appeared Wayne McCool, who is personally known to me or who produced \_\_\_\_\_ as identification, and executed the within document for purposes stated therein.

SUBSCRIBED AND SWORN to before me this 11 day of Feb, 2004.

  
Notary Public  
My Commission Expires: \_\_\_\_\_



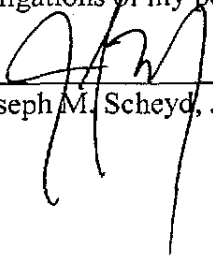
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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

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

Joseph M. Scheyd, Jr.  
1221 Airport Road, Suite 209  
Destin, Florida 32541

Having been named as registered agent and to accept service of process for the above stated limited liability 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.

  
\_\_\_\_\_  
Joseph M. Scheyd, Jr.

  
\_\_\_\_\_  
Date