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LIMITED LIABILITY COMPANY
OFF THE SQUARE DEVELOPERS, LLC

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**ARTICLES OF ORGANIZATION OF
OFF THE SQUARE DEVELOPERS, LLC**

The undersigned, Curtis H. Gwin, a natural person competent to contract and a member of Off the Square Developers, LLC, hereby presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I

The name of the limited liability company is:

Off the Square Developers, LLC

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The street and mailing address of the principal office of the limited liability company is Old South Centre, 36468 Emerald Coast Parkway, Suite 10101, Destin, Florida 32541.

ARTICLE III - PURPOSES AND POWERS

This limited liability company is organized for any legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE IV - TERM OF EXISTENCE

The limited liability company shall have a perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this limited liability company shall be Old South Centre, 36468 Emerald Coast Parkway, Suite 10101, Destin, Florida 32541, and the name of the initial registered agent of this limited liability company at that address is Curtis H. Gwin.

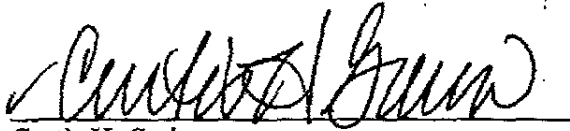
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ARTICLE VI - AMENDMENT

The company reserves the right to amend these Articles of Organization or any amendment thereto from time to time by the unanimous vote of the members in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on the 15 day of April, 2004.


Curtis H. Gwin

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Off the Square Developers, LLC. Further, I am familiar with and accept the duties and obligations of such designation.

By: 
Curtis H. Gwin

Date: April 15, 2004