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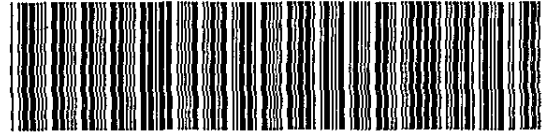
(Business Entity Name)

(Document Number)

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PRATHER ONE, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

J. JEROME MILLER
(Name of Person)

MILLER & ANSLEY, P.A. ATTORNEYS AT LAW
(Firm/Company)

415 MOUNTAIN DRIVE, SUITE 3
(Address)

DESTIN, FL 32541
(City/State and Zip Code)

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For further information concerning this matter, please call:

MICHELLE MARQUETTE at (850) 837-3860
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

\$100.00 - Articles of Organization
25.00 - Designation of Registered Agent
30.00 - Certified Copy
5.00 - Certificate of Status

\$160.00 Check Enclosed

**ARTICLES OF ORGANIZATION
OF
PRATHER ONE, LLC.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F. S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be PRATHER ONE, LLC. (hereinafter referred to as “Company”).

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the Company shall be 45 White Cliffs Crest, Santa Rosa Beach, FL 32459.

ARTICLE III – PURPOSE

The purposes of the Company are to engage in any activity for which Limited Liability Companies may be formed under the Act (including, owning and operating real property). The Company shall have all the powers necessary or convenient to affect any purpose for which it is formed, including all powers granted by the Act.

ARTICLE IV – DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company’s existence shall be perpetual unless the Company is earlier dissolved as provided in the company’s Operating Agreement or as provided by general law.

ARTICLE V – REGISTERED OFFICE

The name of the registered agent and the street address of the registered agent of the Company in the State of Florida is J. Jerome Miller, 415 Mountain Drive, Suite 3, Destin, Florida 32541.

ARTICLE VI – CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property described in the Operating Agreement for the Company.

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ARTICLE VII – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the consent of those members holding 75% or more of the sharing ratio in the Company.

ARTICLE VIII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except upon the affirmative vote of consent of 75% of the sharing ratios of all the Members entitled to vote or consent on such matter and on such terms and conditions as shall be determined by the affirmative vote or consent of 75% of the sharing ratios of all the Members entitled to vote or consent on such matter. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to vote or otherwise participate in the management of the business and affairs of the Company or become a member unless the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by the affirmative vote or consent of the 75% of their sharing ratios.

ARTICLE IX – TERMINATION OF EXISTENCE

The company shall be dissolved as provided in the company's Operating Agreement or as provided by general law.

ARTICLE X – MANAGEMENT

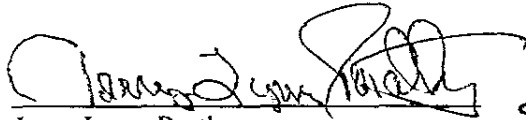
The Company shall be managed by a managing member in accordance with the Operating Agreement adopted by the member for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial member who is responsible for the management of the company is Jerry Lynn Prather.

ARTICLE XI - AMENDMENT

These Articles of Organization may be amended as provided in the Operating Agreement for the Company.

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IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at 415 Mountain Drive, Suite 3, Destin, Florida 32541 on this 1st day of April, 2004.


Jerry Lynn Prather

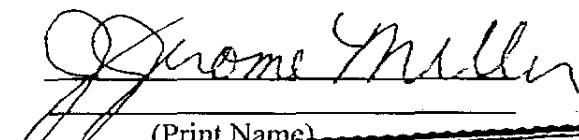
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STATE OF FLORIDA
COUNTY OF OKALOOSA

Sworn to and subscribed before me on this 1st day of April, 2004 by Jerry Lynn Prather who: (Notary must check applicable box)

☒ is personally known to me.

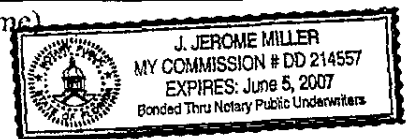
produced a current State of _____ driver's license as identification.


(Print Name)

Notary Public

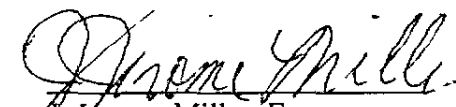
Serial # _____

My Commission Expires: _____



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of PRATHER ONE, LLC., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


J. Jerome Miller, Esq.
Registered Agent

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