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Division of Corporations

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Account Name : BARRON, REDDING, HUGHES, FITE, BASSETT & FENSOM, P.A.
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LIMITED LIABILITY COMPANY

St. Joe Beach Club & Resort, LLC

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
ST. JOE BEACH CLUB & RESORT, LLC**

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 608, Florida Statutes, 2002, the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

ARTICLE I - NAME

The name of this Limited Liability Company is St. Joe Beach Club & Resort, LLC.

ARTICLE II - DURATION

The Company shall exist perpetually.

ARTICLE III - MAILING ADDRESS AND STREET ADDRESS

The mailing address and the street address of the principal office of the Company is 190 Treasure Road, Port St. Joe, Florida 32456.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent of the Company is J. Robert Hughes, 220 McKenzie Avenue, Panama City, Florida 32402.

ARTICLE V - CONTINUATION OF BUSINESS

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which would otherwise terminate the continued membership of a Member in the Company, the remaining Members of the Company may continue the business of the Company.

ARTICLE VI - MANAGEMENT

The Company shall be manager managed. The name and address of the initial Manager of

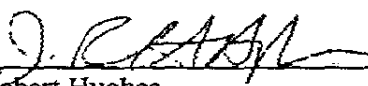
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the Company is as follows: Loring B. Walton, III
190 Treasure Road
Port St. Joe, FL 32456

ARTICLE VII-LIMITATION ON AUTHORITY

Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no member shall be an agent of the Company solely by virtue of being a member.

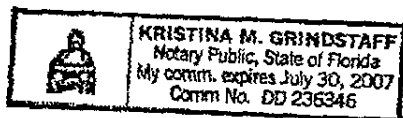
IN WITNESS WHEREOF, the undersigned, as the authorized representative of the sole Member, has executed these Articles of Organization on this 21st day of April, 2004.



J. Robert Hughes

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 21st day of April, 2004, by J. Robert Hughes, who: (notary ~~must~~ check applicable box) ☒ is personally known to me or ☐ produced a current Florida driver's license as identification.

(SEAL)




KRISTINA M. GRINDSTAFF
(Print Name)
Notary Public
Commission # _____
My Commission Expires: _____

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**STATEMENT OF ACCEPTANCE AND DESIGNATION
OF REGISTERED AGENT OF
ST. JOE BEACH CLUB & RESORT, LLC**

Pursuant to the provisions of Section 608.415 and 608.407 (1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement and designated its registered office and registered agent in the State of Florida:

The name of the limited liability company is St. Joe Beach Club & Resort, LLC.

The name of the registered agent for St. Joe Beach Club & Resort, LLC is J. Robert Hughes, Esq., and the street address of the agent is 220 McKenzie Avenue, Panama City, Florida 32401.

This Statement is to acknowledge that, as indicated below, the St. Joe Beach Club & Resort, LLC, has appointed me, J. Robert Hughes, Esq., as its registered agent to accept service of process for the company at the place designated above in the Certificate. I accept this 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 this 21st day of April, 2004.

In accordance with §608.408(3), Florida Statutes, the execution of this certificate constitutes an affirmation under the penalties of perjury that the facts stated within are true.



J. Robert Hughes, Esq.
Registered Agent

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