

L04000032650

Kristy Lee

(Requestor's Name)

Costin & Costin

(Address)

413 Williams Ave.

(Address)

Port St, JDC, FL 32450

(City/State/Zip/Phone #)

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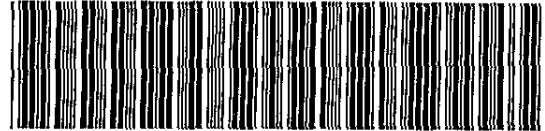
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ARTICLES OF ORGANIZATION

OF

EMERALD SHORES DEVELOPMENT, L.L.C.

The undersigned members to these Articles of Organization, persons competent to contract, hereby form a limited liability company, under Chapter 608, Florida Statutes, and do hereby certify that it has become such company under and pursuant to the following Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is "EMERALD SHORES DEVELOPMENT, L.L.C."

ARTICLE II

Duration

The company shall have perpetual existence commencing on the date of filing.

ARTICLE III

Appointment and Acknowledgment of Designated
Registered Agent and Office Address

The name and street address of this company's registered agent is Patrick James Gould, 190 Gulf Pines Drive, Port St. Joe, Florida 32456. The address of the initial principal office of this company and its mailing address is 190 Gulf Pines Drive, Port St. Joe, Florida 32456. The registered agent, by his

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hereon, acknowledges that he has read the foregoing Articles of Organization and that he is familiar with and accepts the obligations of his appointment as designated registered agent.

ARTICLE IV
Right to Admit Additional Members

The additional members listed hereinbelow shall have the right to admit additional members; however, each member must unanimously consent to such additional member and to the amount of such additional members contribution to capital.

ARTICLE V
Management

This limited liability company is to be managed by its members in proportion to their capital contributions, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

The duties and responsibilities of management in addition to those set forth in Florida Statute 608.4225 (1993) are as follows: a) to negotiate contracts for lease or purchase of facilities or equipment, b) to maintain and safeguard the cash flow including management of the operating bank account and negotiating with financial institutions for short term capital needs, as may be determined necessary by the owners and management of the company, c) to comply with federal and state tax laws, d) to perform monthly reporting of financial position and the results of operations to

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the membership along with comparisons to budgeted operations and anticipated cash flows, e) to monitor receivable collections and follow up where necessary, f) to audit monthly cost reports submitted to governmental agencies, g) to monitor compliance with policies and procedures established by the membership and management, h) to provide such services as may be agreed to in writing from time to time executed by membership and management.

ARTICLE VI
Membership of Capital Contributions

This limited liability company shall have 4 initial members.
The names and addresses of this 4 initial members are as follows:

| | |
|-----------------------------|----------------|
| Patrick James Gould | 25% membership |
| 190 Gulf Pines Drive | |
| Port St. Joe, Florida 32456 | |

| | |
|-----------------------------|----------------|
| Carla Anne Gould | 25% membership |
| 190 Gulf Pines Drive | |
| Port St. Joe, Florida 32456 | |

| | |
|----------------------------|----------------|
| Charles W. Bowden | 25% membership |
| 7426 Joanna Lane | |
| Panama City, Florida 32409 | |

| | |
|----------------------------|----------------|
| Angela C. Bowden | 25% membership |
| 7426 Joanna Lane | |
| Panama City, Florida 32409 | |

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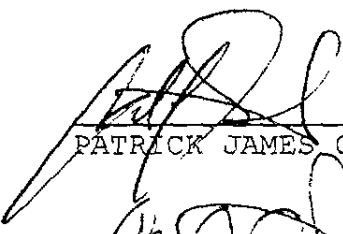
ARTICLE VII
Voting

Voting on all matters relating to this company shall be vested exclusively in the membership. Each member's vote shall be weighed in proportion to that member's capital account, as adjusted from

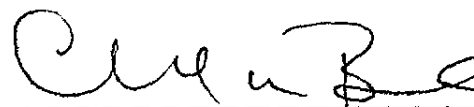
time to time to properly reflect any addition of contributions or withdrawals by the members. Sharing of profits and losses shall likewise be allocated on the basis of each member's capital account unless modified by separate contract signed by all members.

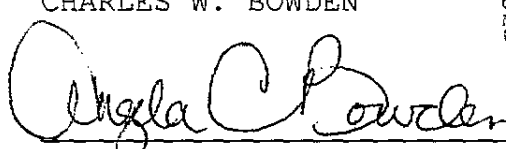
IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on the 31st day of March, 2004; and, in accordance with Section 608.408 (3), Florida Statutes, the execution of these Articles constitutes an affirmation under penalties of perjury that the facts stated herein are true.

ATTEST:


PATRICK JAMES GOULD


CARLA ANNE GOULD


CHARLES W. BOWDEN


ANGELA C. BOWDEN

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STATE OF FLORIDA
COUNTY OF GULF

I HEREBY CERTIFY that on this day, before me, the undersigned officer duly authorized in the State and County aforesaid to take

acknowledgments and administer oaths, personally appeared **PATRICK JAMES GOULD and CARLA ANNE GOULD**, who are personally known to me or who produced Florida Driver License as identification, known to me to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same for the purposes therein described.

SWORN TO AND SUBSCRIBED before me this 31st day of March, 2004.



Kristy M. Lee
Notary Public

STATE OF FLORIDA
COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **CHARLES W. BOWDEN and ANGELA C. BOWDEN**, who are personally known to me or who produced Personally known to me as identification, known to me to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same for the purposes therein described.

SWORN TO AND SUBSCRIBED before me this 31st day of March, 2004.



Kristy M. Lee
Notary Public

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

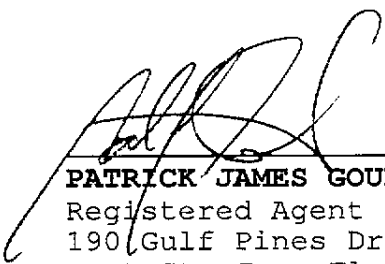
First, that **EMERALD SHORES DEVELOPMENT, L.L.C.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, at Port St.

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Joe, Gulf County, Florida, has named **PATRICK JAMES GOULD**, 190 Gulf Pines Drive, Port St. Joe, Florida 32456, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.



PATRICK JAMES GOULD
Registered Agent
190 Gulf Pines Drive
Port St. Joe, Florida 32456

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