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(City/State/Zip/Phone #)

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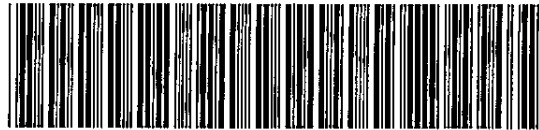
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CAPITAL CONNECTION, INC.

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Gulf Breeze Manage SC

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- ☐ Art of Inc. File_____
- ☐ LTD Partnership File_____
- ☐ Foreign Corp. File_____
- ☒ L.C. File_____
- ☐ Fictitious Name File_____
- ☐ Trade/Service Mark_____
- ☐ Merger File_____
- ☐ Art. of Amend. File_____
- ☐ RA Resignation_____
- ☐ Dissolution / Withdrawal_____
- ☒ Annual Report / Reinstatement_____
- ☐ Cert. Copy_____
- ☐ Photo Copy_____
- ☐ Certificate of Good Standing_____
- ☐ Certificate of Status_____
- ☐ Certificate of Fictitious Name_____
- ☐ Corp Record Search_____
- ☐ Officer Search_____
- ☐ Fictitious Search_____
- ☐ Fictitious Owner Search_____
- ☐ Vehicle Search_____
- ☐ Driving Record_____
- ☐ UCC 1 or 3 File_____
- ☐ UCC 11 Search_____
- ☐ UCC 11 Retrieval_____
- ☐ Courier_____

Signature

Requested by: SW

Date 6/14

Time

Name

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This Instrument Was Prepared By:
Claude McCain Moncus, Esq.
CORLEY MONCUS, P.C.
400 Shades Creek Parkway, Suite 100
Birmingham, Alabama 35209
205.879.5959

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**ARTICLES OF ORGANIZATION
OF
GULF BREEZE MANAGER SC, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to the Provisions of the Florida Limited Liability Company Act, the undersigned, for the purpose of forming a limited liability company hereby adopts the following Limited Liability Company Articles of Organization for GULF BREEZE MANAGER SC, LLC.

ARTICLE I

Name

The name of the limited liability company is **GULF BREEZE MANAGER SC, LLC.**

ARTICLE II

Principal Office

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

951 Eighteenth Street, Suite 200
Birmingham, Alabama 35205

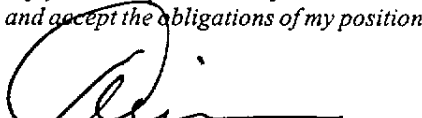
ARTICLE III

Registered Office; Registered Agent and Registered Agent's Signature

The name and the Florida street address of the registered agent are:

William V. Linne
127 Palafox Place
Suite 100
Pensacola, Florida 32502-5629

Having been named as a registered agent and to accept service of process for the above state limited liability company 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 as provided for in Chapter 608, F.S.


Registered Agent's Signature

ARTICLE IV

Management of the Company

The management of the Company is vested in its manager. The name and address of the initial manager of the Company is as follows:

NAME

ADDRESS

Engel Realty Company, Inc.

c/o Stephen L. Butler
951 Eighteenth Street South
Suite 200
Birmingham, Alabama 35205

ARTICLE V

Title to Company Property

All property owned by the Company shall be owned by the Company as an entity and, insofar as permitted by applicable law, no Member shall have any ownership interest in any Company property in its individual name or right, and each Member's Membership Interest shall be personal property for all purposes.

ARTICLE VI

Members

The name and addresses of the initial member is:

Engel Realty Company, Inc.
951 Eighteenth Street South
Suite 200
Birmingham, AL 35205

ARTICLE VII

Admission of Additional Members

Upon the unanimous written consent of the member, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

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

IN WITNESS WHEREOF, these Articles of Organization have been executed by the undersigned authorized member as of the 10th day of June, 2004.

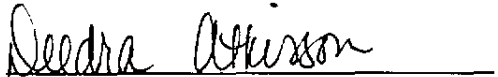
Authorized Representative of a Member

Signed, sealed and delivered in the presence of:


ENGEL REALTY COMPANY, INC., an Alabama corporation



Print Name: Cheryl A. Robinson

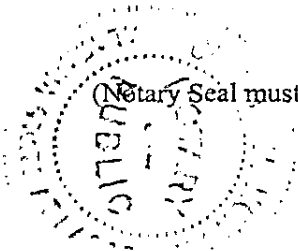



Print Name: Deedra Atkisson

By  [SEAL]
Stephen L. Butler
Its Vice President

STATE OF ALABAMA)
JEFFERSON COUNTY)

The foregoing instrument was acknowledged before me on this 10th day of June, 2004, by Stephen L. Butler, Vice President of ENGEL REALTY COMPANY, INC., an corporation, on behalf of said corporation. Such person did not take an oath and is personally known to me.




Signature of Notary
Claude McCain Moncus
Name of Notary Printed
My Commission Expires: December 28, 2007
Commission Number: N/A