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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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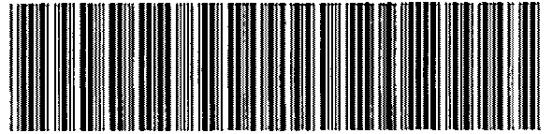
(Business Entity Name)

(Document Number)

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Gulf Breeze SC LLC

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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: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

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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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
GULF BREEZE 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 SC, LLC.

ARTICLE I

Name

The name of the limited liability company is **GULF BREEZE 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

Gulf Breeze Manager SC, LLC

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.

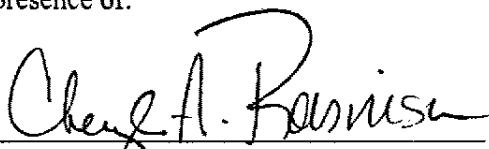
In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


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

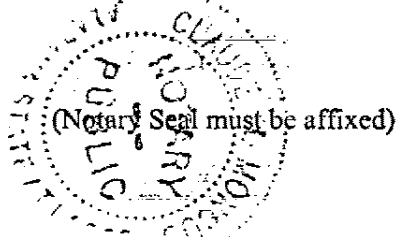

Print Name: Cheryl A. Robinson

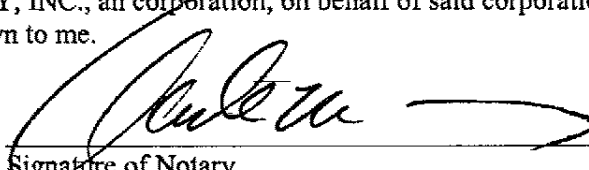
By  [SEAL]
Stephen L. Butler
Its Vice President


Print Name: Deedra Atkisson

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