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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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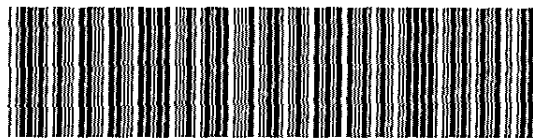
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FILED
JUL 12 2004
TALLAHASSEE, FLORIDA

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ANDREWS & DAVIS
ATTORNEYS AT LAW
THE PROFESSIONAL BUILDING
694 BALDWIN AVENUE, SUITE 1
POST OFFICE BOX 705
DeFUNDIAK SPRINGS, FLORIDA 32435

ANGUS G. ANDREWS
MARK D. DAVIS

TELEPHONE (850) 892-5838
FACSIMILE (850) 892-5837

July 8, 2004

The Department of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

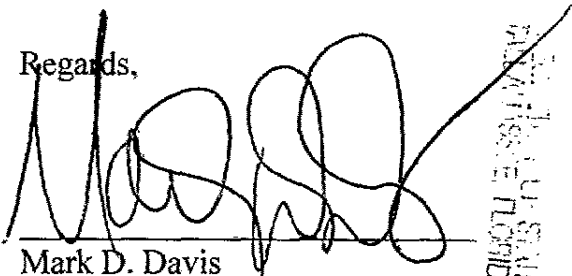
Re: Choctawhatchee-Walton, L.L.C.
a Florida limited liability company

Dear Division of Corporation:

Enclosed is an original and one copy of the Articles of Organization of the limited liability company referenced above. A check in the amount of \$ 160.00 is enclosed for the filing fee, certified copy and a certificate of status.

Thank you for your prompt attention to this matter. If you have any questions or concerns, please do not hesitate to contact me.

Regards,


Mark D. Davis
Andrews & Davis

FILED
JUL 12 2004
TALLAHASSEE, FLORIDA

MDD.sjd

Enclosure(s)

**ARTICLES ORIGINATION OF
Choctawhatchee-Walton, L.L.C., a Florida limited liability company**

The undersigned certifies that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I -NAME

The name of the limited liability company shall be Choctawhatchee-Walton, L.L.C.,

ARTICLE II-ADDRESS

Its principal place of office and mailing address shall be located at, 694 Baldwin Avenue, Suite 1, in the City of DeFuniak Springs, County of Walton, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE III- REGISTERED AGENT AND REGISTERED OFFICE

The address of the initial registered office of the limited liability company is 694 Baldwin Avenue, Suite 1, City of DeFuniak Springs, County of Walton, State of Florida, zip code of 32435, and the name of the company's initial registered agent at that address is MARK D. DAVIS.

ARTICLE IV-ADDITIONAL PROVISIONS

Management of this limited liability company is reserved to its members, each member will have a 1/4th interest in the limited liability company and the names and addresses of the members are as follows:

JAMES F. ANDERS, II of 10 Cove Creek Lane, Panama City Beach, Fl 32413;

EMMETT F. HILDRETH, JR. of P. O. Box 1673, Santa Rosa Beach, Florida 32459;

GREGORY G. BOREE of 2425 Hopkins Street, Orange Park, Florida, 32073; and,

TIMOTHY S. RITCH of 4362 DaVinci Avenue, Jacksonville, Florida, 32210.

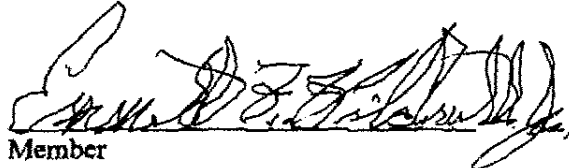
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IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledge them to be my act this 7th day of July, 2004.

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



Member

EMMETT F. HILDRETH, JR.

Typed or printed name of signee

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

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



Signature of Registered Agent

Mark D. Davis

Typed or printed name of signee

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