

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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FILED 8:00 AM
August 05, 2004
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Article I

The name of the Limited Liability Company is:
STERLING GOLF AND YACHT CLUB, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
4393 COMMONS DRIVE EAST
DESTIN, FL. 32541

The mailing address of the Limited Liability Company is:
4393 COMMONS DRIVE EAST
DESTIN, FL. 32541

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
DAVAGE J RUNNELS III
4399 COMMONS DRIVE EAST
SUITE 300
DESTIN, FL. 32541

Having been named as registered agent and to accept service of process for the above stated 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.

Registered Agent Signature: DAVAGE J. RUNNELS, III

Article V

The name and address of managing members/managers are:

Title: MGRM
CORNERSTONE DEVELOPMENT GROUP, INC.
4393 COMMONS DRIVE EAST
DESTIN, FL. 32541

Title: MGR
FLAUTT-CORNERSTONE BAY POINT, LLC
4200 MARRIOTT DRIVE
PANAMA CITY BEACH, FL. 32405

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Article VI

The effective date for this Limited Liability Company shall be:

08/05/2004

Signature of member or an authorized representative of a member

Signature: DAVAGE J. RUNNELS, III