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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 857896

1299A

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE : August 23, 2004

ORDER TIME : 9:49 AM

ORDER NO. : 857896-005

CUSTOMER NO: 1299A

CUSTOMER: Ms. Judi C. Dallman
Clark Partington Hart Larry
Bond & Stackhouse
Post Office Box 13010

Pensacola, FL 32591

DOMESTIC FILING

NAME: THREE AMIGOS REAL ESTATE
INVESTMENTS, L.L.C.

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION OF
THREE AMIGOS REAL ESTATE INVESTMENTS, L.L.C.**
a Florida limited liability company

Richard M. Colbert presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I - NAME

The name of this limited liability company is:

THREE AMIGOS REAL ESTATE INVESTMENTS, L.L.C.,
a Florida limited liability company

This limited liability company is referred to in these articles as "the Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing address and street address of the principal office of the Company is 527 Main Street, Cut-Off, Ft. Walton Beach, FL 32549.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Company shall be 125 W. Romana St., Ste. 800, Pensacola, FL 32502, and the name of the initial registered agent of the Company at that address is Richard M. Colbert.

ARTICLE IV - MANAGER MANAGED

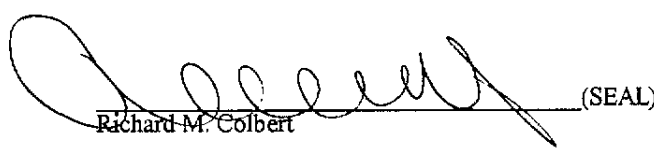
The Company will be a manager-managed company.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company has executed these Articles of Organization on the ____ day of August, 2004


RICHARD M. COLBERT

REGISTERED AGENT ACCEPTANCE

I DO HEREBY ACCEPT the foregoing designation as registered agent of THREE AMIGOS REAL ESTATE INVESTMENTS, L.L.C., a Florida limited liability company. Further, I am familiar with and accept the duties and obligations of such designation.


Richard M. Colbert (SEAL)