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Division of Corporations

Barron and Redding

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LIMITED LIABILITY COMPANY

MASSALINA COMMONS DEVELOPMENT COMPANY, LLC

Certificate of Status	1
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Page Count	03
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ARTICLES OF ORGANIZATION**OF****MASSALINA COMMONS DEVELOPMENT COMPANY, LLC**

Pursuant to the provisions of Chapter 608, Florida Statutes, 2001, the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

ARTICLE I - NAME

The name of this Limited Liability Company is MASSALINA COMMONS DEVELOPMENT COMPANY, LLC.

ARTICLE II - DURATION

The Company shall exist perpetually.

ARTICLE III - MAILING ADDRESS AND STREET ADDRESS

The street address of the principal office of the Company is 747 Jenks Avenue, Suite F Panama City, Florida 32401, and the mailing address is P.O. Box 638, Panama City, Florida 32402.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent of the Company are Brian D. Leebrick, Esq., 220 McKenzie Avenue, Panama City, Florida 32401.

THIS INSTRUMENT PREPARED BY:

Brian D. Leebrick, Esq.
Fla. Bar No. 172634
Barron, Redding, Hughes, Fite,
Fensom, Sanborn & Kiehn, P.A.
220 McKenzie Avenue
P.O. Box 2467
Panama City, FL 32402
(850) 785-7454

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ARTICLE V - MEMBERSHIP

The Members may permit the admission of Additional Members, upon the unanimous consent of all Members of the Company.

ARTICLE VI - CONTINUATION OF BUSINESS

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which would otherwise terminate the continued membership of a Member in the Company, the remaining Members of the Company may continue the business of the Company.

ARTICLE VII - MANAGEMENT

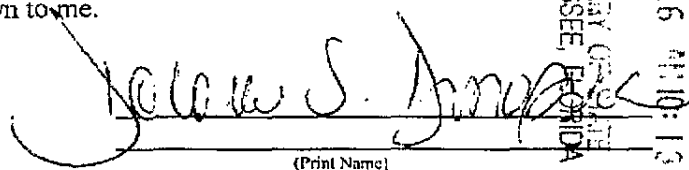
The Company shall be managed by its Members

IN WITNESS WHEREOF, the undersigned member, constituting one of the initial Members of the Company, has executed these Articles of Organization on this 26th day of August, 2004.


Brian D. Leebrick

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 26th day of August, 2004, by Brian D. Leebrick, who is personally known to me.


(Print Name)

Notary Public

Commission # _____

My Commission Expires: _____

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**STATEMENT OF ACCEPTANCE AND
DESIGNATION OF REGISTERED AGENT****OF****MASSALINA COMMONS DEVELOPMENT COMPANY, LLC**State of Florida
County of Bay

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

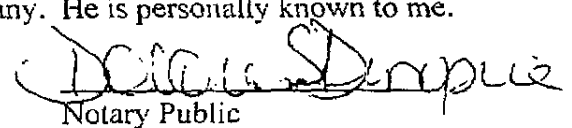
The name of the limited liability company is MASSALINA COMMONS DEVELOPMENT COMPANY, LLC.

The name of the registered agent for MASSALINA COMMONS DEVELOPMENT COMPANY, LLC, is Brian D. Leebrick, Esq., and the street address of the agent is 220 McKenzie Avenue, Panama City, Florida 32401.

This statement is to acknowledge that, as indicated above, MASSALINA COMMONS DEVELOPMENT COMPANY, LLC, has appointed me, Brian D. Leebrick, Esq., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

DATED this 26th day of August, 2004.
Brian D. Leebrick, Esq.
Registered Agent

The foregoing instrument was acknowledged before me this 26th day of August, 2004, by Brian D. Leebrick, agent on behalf of MASSALINA COMMONS DEVELOPMENT COMPANY, LLC, a limited liability company. He is personally known to me.


Notary Public04 AUG 26 04:10:13
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