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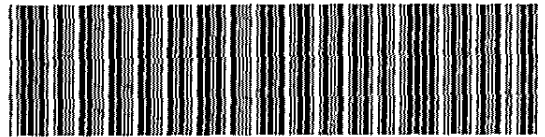
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN SEP - 1 2004

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: C & G Emerald Coast Properties, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Scott Noreuil
(Name of Person)

IronWood Consulting, Corp.
(Firm/Company)

4632 Jefferson Township Lane
(Address)

Marietta, Ga 30066
(City/State and Zip Code)

For further information concerning this matter, please call:

Scott Noreuil at (770) 998-6040
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
C & G Emerald Coast Properties, LLC.**

F I L L C
2004 AUG 30 PM 3:16
CLERK OF CORPORATIONS
TALLAHASSEE, FLORIDA

1. Name.

The name of the Limited Liability Company (LLC) is C & G Emerald Coast Properties, LLC.


2. Principal Office

The initial mailing address and street address of the principal office of the LLC in the State of Florida, is 1720 Kamsack Street NW, Palm Bay, Florida 32907.

3. Registered Agent

The Florida street address of the initial registered agent is 1720 Kamsack Street NW, Palm Bay, Florida 32907. The name of the initial registered agent of the LLC is Celestino Cervini.

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



Celestino Cervini
Registered Agent

4. Management.

Subject to the provisions of the Laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the LLC, and for defining, limiting and regulating the powers of the LLC and its Members:

- (a) The books of the LLC may be kept outside of the State of Florida, at such place or places as may from time to time be designated by its Members.
- (b) The LLC shall be managed exclusively by all of its Members.

(c) The initial Managing Members of the LLC are:

<u>Title</u>	<u>Name & Address</u>
MGRM	Geraldine Bopp 4605 Chattahoochee Crossing Marietta, Ga 30067
MGRM	Carl Soriano 4040 Manor House Drive Marietta, Ga 30062

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TALLAHASSEE, FLORIDA

(d) The LLC reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Organization, in the manner now or hereafter prescribed by the statute, and all rights herein conferred are granted subject to this reservation.

5. Purposes.

The nature of the business or purposes to be conducted or promoted, is to engage in any lawful act or activity for which LLCs may be organized under the Laws of the State of Florida.

6. Membership Certificates.

The LLC shall be authorized to issue certificates of membership interest in this LLC. Each member certificate, shall show the name of the LLC, and the name of the Member. The certificates shall include any additional information considered appropriate for inclusion by the Members.

7. Existence.

The LLC is to have perpetual existence.

8. Non-liability of Members.

No Member of this LLC shall be personally liable for the expenses, debts, obligations or liabilities of the LLC, or the claims made against it.

I, THE UNDERSIGNED, the Managing Member hereinbefore named, for the purpose of forming a LLC 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 herein stated are true, and accordingly have hereunto set my hand this 24 day of August, 2004.


Carl Soriano
MGRM