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Of Counsel

JEROME A. ZIVAN

September 3, 2004

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Fishbone Beach LLC

Dear Sir:

Enclosed for filing is an original and one copy of Articles of Organization for the Florida Limited Liability Company named above. Also enclosed is my check in the amount of \$160.00 for payment of the following fees:

\$100.00	Filing Fee for Articles of Organization
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy
\$ 5.00	Certificate of Status

If I have overlooked anything, please let me know.

Very truly yours,

Thomas Reed
Destin

Articles of Organization
of
FISHBONE BEACH LLC
A Florida Limited Liability Company

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

Article I
NAME

The name of the Limited Liability Company is Fishbone Beach LLC.

Article II
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 45 Sugar Sand Lane, Suite D, Santa Rosa Beach, Florida 32459.

Article III
REGISTERED AGENT, REGISTERED OFFICE
AND REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are Michael G. Harbin, Jr., 45 Sugar Sand Lane, Suite D, Santa Rosa Beach, Florida 32459.

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 as provided for in Chapter 608, Florida Statutes.


Registered Agent's Signature

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 30 day of August, 2004.


Signature of Member

(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 stated herein are true.)

Michael G. Harbin, Jr.
Typed or printed name of signee

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CLERK OF CIRCUIT COURT
JANUARY 12 2004
TALLAHASSEE FLORIDA