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STATE
TALLAHASSEE, FLORIDA

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A Land Development Company

October 19, 2004

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Subject: Old Dixie Partners, LLC

Dear Sir or Madam:

The enclosed Articles of Organization and fees are submitted for filing. Please return all correspondence concerning this matter to the following:

Rich Smith
Lighthouse Development Group, Inc.
411 South Central Avenue
Flagler Beach, Florida 32136

For further information concerning this matter, please call:
Rich Smith at (386) 439-3011.

Thank you for your prompt attention.

Sincerely,


Rich Smith
President

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10192004 ODP clk Division of Corporations

Lighthouse Development Group, Inc.

411 South Central Avenue, Flagler Beach, FL 32136 • (386) 439-3011 • Fax (386) 439-3227

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

Article I - The name of this limited liability company is:

Old Dixie Partners, LLC.

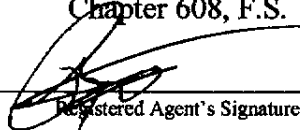
Article II - The mailing address and street address of the principal office of the Limited Liability Company is:

Mailing and Principal Office
411 South Central Avenue
Flagler Beach, Florida 32136

Article III - Registered Agent, Registered Office, and Registered Agent's Signature:

Rich Smith
411 South Central Avenue
Flagler Beach, Florida 32136

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 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, F.S.



Registered Agent's Signature

Article IV - Managing Member:

Lighthouse Development Group, Inc. - Manager
Rich Smith - President
411 South Central Avenue
Flagler Beach, Florida 32136

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REQUIRED SIGNATURE:



Signature of member or an authorized representative member
Rich Smith of Lighthouse Development Group, Inc. - Managing Member