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2004 OCT 27 P 12:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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HUTTO AND BODIFORD  
ATTORNEYS AT LAW  
620 MCKENZIE AVENUE  
PANAMA CITY, FLORIDA 32401

BILL R. HUTTO\*  
LARRY A. BODIFORD\*  
\*CERTIFIED CIRCUIT COURT MEDIATORS

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REPLY TO:  
POST OFFICE BOX 2528  
PANAMA CITY, FLORIDA 32402  
(850) 763-0723  
FAX (850) 872-8402

October 25, 2004

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: AGW Ripley's, LLC


Dear Sir or Madam:

Please find enclosed the original of the Articles of Organization for the above referenced limited liability company. I also enclose a check in the amount of \$125.00 to cover the following charges:

Filing Fee	\$100.00
Registered Agent	\$ 25.00

Please file these Articles and return the verification to this office. Thank you for your assistance in this matter.

Sincerely,

  
Bill R. Hutto

BRH/lja

Enclosures

ARTICLES OF ORGANIZATION FOR  
FLORIDA LIMITED LIABILITY COMPANY

FILED

ARTICLE I - Name

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The name of the Limited Liability Company is ~~ADW Ripley's~~ ADW Ripley's  
LLC. TALLAHASSEE, FLORIDA

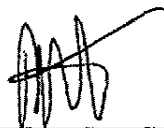
ARTICLE II - Address

The mailing address of the principal office of the Limited Liability Company is 14520 Front Beach Road, Panama City Beach, FL 32413-3599 and the street address is the same.

ARTICLE III - Registered Agent, Registered Office, and Registered Agent's Signature

The name and the Florida street address of the registered agent are Bill R. Hutto, 620 McKenzie Avenue, Panama City, FL 32401.

*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

ARTICLE IV - Manager(s) or Managing Member(s) **FILED**

The name and address of each Manager or Managing Member is as follows:

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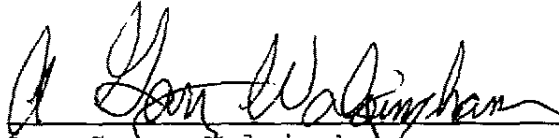
Title:

Name and Address:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Managing Member

AGW Company, LLC  
14520 Front Beach Road  
Panama City, FL 32413-3599



A. Gary Walsingham as managing member of AGW Company, 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 stated herein are true.)

A. Gary Walsingham

Typed or printed name of signee