

L05000008424

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TALLAHASSEE, FLORIDA

S. HAWKES

JUN 4 - 2009

EXAMINER

BRYANT & HIGBY, CHARTERED

ATTORNEYS AT LAW

833 HARRISON AVENUE (32401)

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PANAMA CITY, FLORIDA 32402-0860

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ROWLETT W. BRYANT
CLIFFORD C. HIGBY
HALLEY A. STARK

LYNN C. HIGBY
(1938-1992)

June 2, 2009

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314


Re: Amended and Restated Articles of Organization -
Freedom Star Properties, LLC

Dear Sir or Madam:

Enclosed please find the original and one copy of the **Amended and Restated Articles of Organization of Freedom Star Properties, LLC**, to be filed with your office. Also enclosed is our firm's check in the amount of \$60.00 to cover the filing fee. Please return a certified copy of the Articles to me along with a Certificate of Status.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Rowlett W. Bryant

RWB/wd

Enclosures

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TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
FREEDOM STAR PROPERTIES, LLC,
a Florida Limited Liability Company**

ARTICLE I

The name of the limited liability company is FREEDOM STAR PROPERTIES, LLC (the "Company"), which is an existing company that was created by filing Articles of Organization with the Florida Department of State on January 26, 2005, and assigned Document Number L05000008424.

ARTICLE II

The street and mailing address of the limited liability company is: 2011 North Harrison Avenue, Panama City, Florida 32405.

ARTICLE III

The Limited Liability Company is created to engage in any and all lawful business.

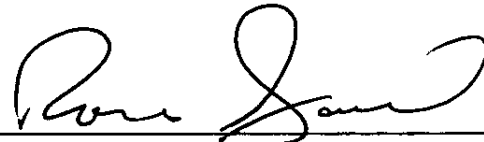
ARTICLE IV

The name and Florida street addresses of the Registered Agent is:

Ronald Samuelian
767 Airport Road
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 obligation of my positions as registered agent as provided for in Chapter 608, F.S.



Ronald Samuelian, Registered Agent

ARTICLE V

The names and addresses of the members are:

Merle P. Stringer
2011 North Harrison Avenue
Panama City, FL 32405

Douglas L. Stringer
2011 North Harrison Avenue
Panama City, FL 32405

Richard Maddox
2011 North Harrison Avenue
Panama City, FL 32405

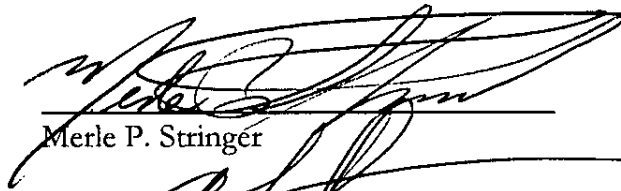
ARTICLE VI

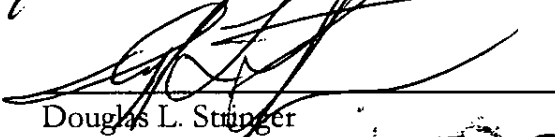
The manager of the Limited Liability Company shall be addressed in the Operating Agreement of the Company.

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TALAMASSEE COUNTY

IN WITNESS WHEREOF, we have signed these Amended and Restated Articles of Organization and acknowledge this to be our act this 22 day of May, 2009.

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.


Merle P. Stringer


Douglas L. Stringer

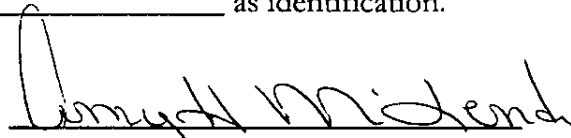

Richard Maddox

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

COUNTY OF BAY)

THE FOREGOING was acknowledged before me this 22 day of May, 2009, by Merle P. Stringer, who is personally known to me or who has produced _____ as identification.

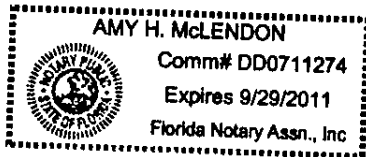

NOTARY PUBLIC
State of Florida at Large

STATE OF FLORIDA)

AMY H. McLENDON
Comm# DD0711274
Expires 9/29/2011
Florida Notary Assn., Inc

COUNTY OF BAY)

THE FOREGOING was acknowledged before me this 22 day of May, 2009, by Merle P. Stringer, who is personally known to me or who has produced _____ as identification.

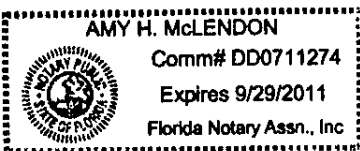


Amy H. McLendon
NOTARY PUBLIC
State of Florida at Large

STATE OF FLORIDA)

COUNTY OF BAY)

THE FOREGOING was acknowledged before me this 22 day of May, 2009, by Merle P. Stringer, who is personally known to me or who has produced _____ as identification.



Amy H. McLendon
NOTARY PUBLIC
State of Florida at Large

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TALLAHASSEE, FLORIDA

**MEMBERSHIP WITHDRAWAL OF
BRAD WOODS FROM FREEDOM STAR
PROPERTIES, L.L.C.**

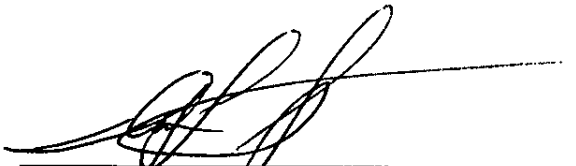
1. Brad Woods, by execution hereof, withdraws as a Member of Freedom Star Properties, L.L.C., a Florida limited liability company, existing pursuant to Articles of Organization filed with the Florida Department of State on January 26, 2005, and assigned Document Number L05111118424, herein the "Company."

2. Any membership interest existing in favor of or assigned to Brad Woods is hereby cancelled.

3. Brad Woods shall execute and deliver such other documents deemed necessary and convenient by the Company, or its Members, to effectuate the withdrawal of Brad Woods from the Company.

4. All remaining Members of the Company, consisting of Richard Maddox, Merle P. Stringer, and Douglas L. Stringer, hereby consent to the withdrawal of Brad Woods from the Company, which is evidenced by their signing hereof.


DATED this 22 day of May, 2009.



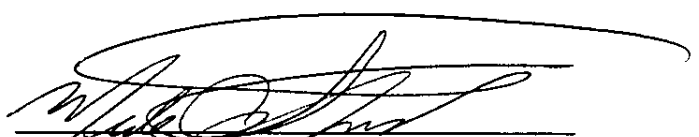
Douglas L. Stringer, Member



Richard Maddox, Managing Member



Brad Woods



Merle P. Stringer, Member

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TALLAHASSEE, FL