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Florida Department of State
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Watermark Holdings, LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

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ARTICLES OF ORGANIZATION
WATERMARK HOLDINGS, LLC

The undersigned subscribers hereby form a limited liability company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

ARTICLE I
NAME

The name of this limited liability company shall be WATERMARK HOLDINGS, LLC.

ARTICLE II
DURATION

This limited liability company shall exist no longer than thirty (30) years from the date of filing with the Department of State.

ARTICLE III
PURPOSE AND POWERS

This limited liability company is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This limited liability company shall have all powers enumerated in Chapter 608 mentioned above.

ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business of the limited liability company is at 60-A Meigs Drive, Shalimar, Florida 32579. The mailing address of the limited liability company is P.O. Box 433, Fort Walton Beach, Florida 32549.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 4 Eleventh Avenue, Suite One, Shalimar, Florida 32579 and the name of the initial registered agent at that address is LISA Y. PITELL.

ARTICLE VI
CAPITAL

The capital of the limited liability company that will be contributed shall be the sum of One Thousand Dollars (\$1,000.00).

ARTICLE VII
MANAGEMENT

The name and address of the managers of the limited liability company are as follows:

Bradley E. Armbruster
60-A Meigs Drive
Shalimar, Florida 32579

Christopher S. Derrick
60-A Meigs Drive
Shalimar, Florida 32579

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Management shall be by all persons or authorized representatives thereof above named, with majority vote controlling.

**ARTICLE VIII
INITIAL MEMBERS**

The names and addresses of the initial members of this limited liability company are as follows:

Bradley E. Armbruster
60-A Meigs Drive
Shalimar, Florida 32579

Christopher S. Derrick
60-A Meigs Drive
Shalimar, Florida 32579

**ARTICLE IX
ADDITIONAL MEMBERS**

The members of the limited liability company shall have the right to admit additional members upon unanimous written consent of all the members of the company existing at that time.

**ARTICLE X
DISSOLUTION**


Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of this limited liability company or the occurrence of any other event which terminates the continued membership of a member of the limited liability company, the limited liability company shall be terminated unless the business is continued by the consent of all remaining members.

**ARTICLE XI
TRANSFER OF INTEREST**

A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management or to be a member of the limited liability company unless prior written consent is obtained by the transfer or from all remaining members.

IN WITNESS WHEREOF, the undersigned, being the members hereinbefore named, have hereunto set their hand and seal on this the 14th day of February, 2005, for the purpose of forming a limited liability company to do business both within and without the State of Florida and do make and file in the Office of the Secretary of State of Florida these Articles of Organization and certify that the facts herein stated above are true.

MEMBERS:


Bradley E. Armbruster


Christopher S. Derrick

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CLERK OF THE
SECRETARY OF
STATE
TALLAHASSEE
FLORIDA

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STATE OF FLORIDA
COUNTY OF Dakota

The foregoing instrument was executed and acknowledged before me this 14th day of February, 2005, by **Bradley E. Armbruster**, who personally appeared, who is personally known to me or who produced a driver's license as identification and who did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 14th day of February, 2005.



Charlene Chang
My Commission DD039402
Expires July 04, 2006

Charlene Chang
Notary Public
My commission expires:

STATE OF FLORIDA
COUNTY OF Dakota

The foregoing instrument was executed and acknowledged before me this 14th day of February, 2005, by **Christopher S. Derrick**, who personally appeared, who is personally known to me or who produced a driver's license as identification and who did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 14th day of February, 2005.



Charlene Chang
My Commission DD039402
Expires July 04, 2006

Charlene Chang
Notary Public
My commission expires:

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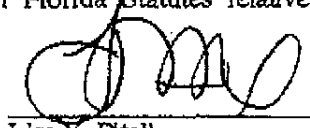
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415, Florida Statutes, the following is submitted: WATERMARK HOLDINGS, LLC, desiring to organize under the laws of the State of Florida with its principal place of business at 60-A Meigs Drive, Shalimar, Florida 32579 has named Lisa Y. Pitell as its agent to accept service of process within the State of Florida and whose address is 4 Eleventh Avenue, Suite One, Shalimar, Florida 32579.

MEMBERS:


Bradley E. Armbruster
Christopher S. Derrick

Having been named to accept service of process for the above named limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.


Lisa Y. Pitell
Registered Agent

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