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TRANSMITTAL LETTER

TO: Department of State
Division of Corporations, Registration Section
409 E. Gaines Street
Tallahassee, FL 32399

SUBJECT: Cinnamon Roll Investments, L.L.C.

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Alison Hand
39 Logan Lane, Suite 5B
Santa Rosa Beach, FL 32459

For further information concerning this matter, please call:
Alison Hand at (850) 231-1241

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SECRET
TALLAHASSEE, FL

ARTICLES OF ORGANIZATION OF
CINNAMON ROLL INVESTMENTS, L.L.C.

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liabilities companies for profit. We further declare that the following articles shall be the charter and authority of the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be Cinnamon Roll Investments, L.L.C., and its principal place and of business and mailing address shall be at 570 Woodland Bayou Drive, Santa Rosa Beach, FL 32459, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by

the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in the business of purchasing and selling real estate.
2. To engage in any other activity or business authorized under the Florida Statutes.

ARTICLES III

MEMBERS, MEMBERSHIP INTERESTS AND CAPITAL CONTRIBUTIONS

The members, membership interests and capital contributions shall be as follows:

<u>Member</u>	<u>Membership Interest</u>	<u>Capital Contributions</u>
Bradley Vroon	50%	\$10.00
William Coleman	50%	\$10.00

Additional contributions may be made as required, as determined by a fifty-one percent (51%) vote of membership interests.

ARTICLE IV

PROFITS AND LOSSES

- (a) **Sharing of Profits.** The members shall be entitled to the net profits

arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company.

Each member shall be entitled to the distributed share of the profits specified in accordance with the percentage of membership interests that each member owns related to the total membership interests outstanding.

(b) **Losses.** All losses that occur in the operation of the limited liability company business and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in accordance with the percentage of membership interests that each member owns related to the total membership interests outstanding.

ARTICLE V

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, the business and affairs of this limited liability company shall be managed under the direction of the members of this limited liability company. This article (and the regulations of the limited liability company) may be amended from time to time by a fifty-one percent (51%) vote of the membership interest of the limited liability company.

SECRETARY
ALLIANCE

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ARTICLE VI

DURATION

This limited liability company shall exist until twenty (20) years from the date of filing these articles with the Department of State, or until dissolved in a manner provided by law, or provided in the regulations adopted by the members.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 570 Woodland Bayou Drive, Santa Rosa Beach, FL 32459.

ARTICLE VIII

MANAGEMENT

A. This limited liability company shall be managed by the managing members; however, all of the following shall require a fifty-one percent (51%) vote from the members:

- a. assigning property to creditors or other assignees;
- b. confessing a judgment;
- c. submitting a claim to arbitration;
- d. executing and delivering any debt instruments;

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CLERK OF THE COURT
JULIA M. BROWN

- e. conveying real or personal property of Cinnamon Roll Investments, L.L.C.;
- f. pledging a member's membership interests to individuals or entities outside of Cinnamon Roll Investments, L.L.C.;
- g. disposing of the goodwill of the company.

The names and addresses of the managing members are as follows:

Bradley Vroon, 570 Woodland Bayou Drive, Santa Rosa Beach, FL 32459

William Coleman, 1620 Penwood Trace, Marietta, GA 30068.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 570 Woodland Bayou Drive, City of Santa Rosa Beach, County of Walton, State of Florida, and the name of its initial registered agent at such address is Bradley Vroon.

ARTICLE X

RESTRICTION ON MEMBERSHIP

Members shall have the right to admit new members by a fifty-one percent (51%) vote of the existing members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

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TALLAHASSEE, FLORIDA

A member interests in the limited liability company may not be sold or otherwise transferred except with a fifty-one percent (51%) vote of the then existing members.

Upon the death, retirement, resignation expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon a fifty-one percent (51%) vote of the remaining members.

The undersigned being an original member of the limited liability company, hereby certifies that the foregoing constitute the Articles of Organization for Cinnamon Roll Investments, L.L.C.

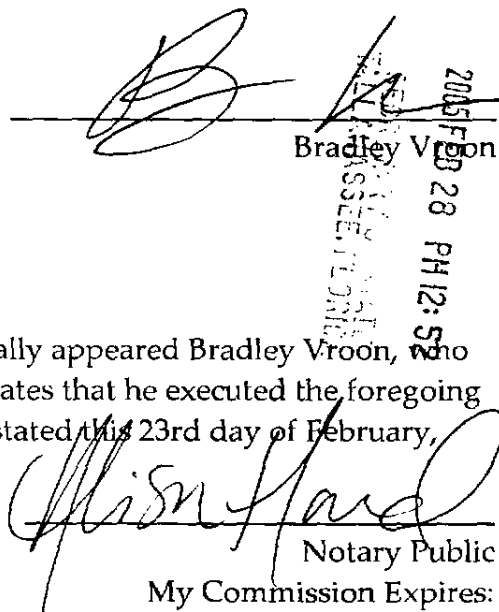
Executed by the undersigned on the 23rd of February, 2005.

STATE OF: Florida
COUNTY OF: Walton

Before me, the undersigned authority, personally appeared Bradley Vroon, who is personally known to me, being first duly sworn, states that he executed the foregoing instrument voluntarily and for the purposes therein stated this 23rd day of February, 2005.



Alison Hand
Commission # DD302828
Expires May 29, 2008
Bonded Troy Fain - Insurance, Inc. 800-385-7019


Notary Public
My Commission Expires: 2005 FEB 28 PM 12:52
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ACCEPTANCE BY REGISTERED AGENT

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

Dated this 23rd day of February, 2005.


Bradley Vroon

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