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LIMITED LIABILITY COMPANY

FOG BEACH, LLC

Certificate of Status	1
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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION

FOR

FOG BEACH, LLC

a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be FOG BEACH, LLC ("Company").

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be 259 Morrison Avenue, Santa Rosa Beach, FL 32459.

ARTICLE III - DURATION

The period of this Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the Company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent

M. Todd Burke, Esq.
Burke, Blue, Hutchison & Walters, P. A.
215 Grand Boulevard, Suite 101
Destin, FL 32550
(850) 287-9498
Florida Bar No. 152048

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to the foregoing events.

ARTICLE IV - MANAGEMENT

The Company is to be managed by a Manager and the name and address of the Manager is:

<u>NAME</u>	<u>ADDRESS</u>
Alfred Andrew McAlexander	259 Morrison Avenue Santa Rosa Beach, FL 32459

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

M. Todd Burke, Esq.
Burke, Blue, Hutchison & Walters, P.A.
216 Grand Boulevard, Suite 101
Destin, FL 32550

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

A member's interest in the Company may be assigned in whole or in part upon the unanimous consent of the Members of this Company. Assigned interests will be subject to the conditions, limitations and restrictions set forth in the Operation Agreement of this Company.

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ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members may continue the business on the death, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company pursuant to the Operating Agreement.

IN WITNESS WHEREOF, the undersigned authorized representative has made and subscribed these Articles of Organization at Destin, Walton County, Florida, on this 17th day of May, 2005.


BY: Alfred Andrew McAlexander
Its: Manager

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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**

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that FOG BEACH, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at 259 Morrison Avenue, Santa Rosa Beach, Walton County, Florida 32459, has named M. Todd Burke, Esq., Burke, Blue, Hutchison & Walters, P. A., located at 215 Grand Boulevard, Suite 101, Destin, Walton County, State of Florida 32550 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated company, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

M. Todd Burke, Esq. For
M. TODD BURKE
(Resident Agent)

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