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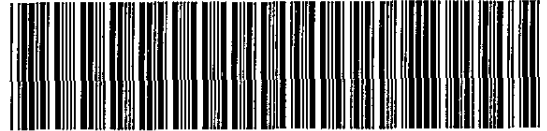
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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Brick and Mortar Homes, LLC

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- ☐ Fictitious Owner Search
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- ☐ Driving Record
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ARTICLES OF ORGANIZATION OF BRICK AND MORTAR HOMES, L.L.C.

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The undersigned hereby certify that we have associated ourselves together for the purposes 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 Brick and Mortar Homes, L.L.C., and its principal place of business shall be at 328 Wimico Circle, Destin, Florida 32541, 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 home design, manufacture and construction; and
2. To engage in any other activity or business authorized under the Florida Statutes.

## ARTICLE III

### MEMBERS, MEMBERSHIP INTERESTS AND CAPITAL CONTRIBUTIONS

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

<u>Member</u>	<u>Membership Interests</u>	<u>Capital Contributions</u>
Howard F. Green	100	\$100.00
Vivian C. Green	100	\$100.00

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 shall be paid out of the capital of the limited liability company 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 interests of the limited liability company.

#### 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 and mailing address of the this limited liability company shall be 328 Wimico Circle, Destin, Florida 32541

#### ARTICLE VIII

##### MANAGEMENT

A. This limited liability company shall be managed by a managing member; who shall be elected by a fifty-one percent (51%) vote of the members:

B. The name and address of the initial member, who shall

serve as manager until the first annual meeting of members, or until his successor is elected and qualifies, is as follows: Howard F. Green, 328 Wimico Circle, Destin, Florida 32541.

#### ARTICLE IX

##### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1221 Airport Road, Suite 208, Destin, Florida 32541, County of Okaloosa, State of Florida, and the name of its initial registered agent at such address is David A. Owen.

#### ARTICLE X

##### RESTRICTIONS 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.

A member's interest in the limited liability company may not be sold or otherwise transferred except as provided for in the Company's Operating Agreement.

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 of Brick and Mortar Homes, L.L.C.


Executed by the undersigned on the 29th day of June, 2005.

  
Howard F. Green

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 29th day of June, 2005.

  
David A. Owen