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Fax Number : (850) 205-0383

From:

Account Name : KEVIN M. HELMICH, PA
Account Number : 120020000062
Phone : (850) 650-4747
Fax Number : (850) 650-8090

LIMITED LIABILITY COMPANY

G.R.C. Enterprises, L.L.C.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
G.R.C. ENTERPRISES, L.L.C.**

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 G.R.C. ENTERPRISES, L.L.C.

**ARTICLE II
DURATION**

This limited liability company shall dissolve on or before December 31, 2105.

**ARTICLE III
PURPOSE AND POWERS**

This limited liability company is organized for the purpose of real estate development and investment, together with conducting any and all other 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 149 Eldredge Road, Fort Walton Beach, Florida 32547. The mailing address of the limited liability company is 149 Eldredge Road, Fort Walton Beach, Florida 32547.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this limited liability company is 4481 Legendary Drive, Suite 200, Destin, Florida 32541, and the name of the initial registered agent at that address is Kevin M. Helmich.

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Prepared by: Kevin M. Helmich, P.A.
Post Office Box 5499
Destin, Florida 32541
(850) 650-4747

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ARTICLE VI
MANAGEMENT

The initial management of the limited liability company will consist of three (3) managers. The names and addresses of the initial managers are as follows:

Grizelda Vela King
821 Rushmore Lane
Plano, Texas 75023

Rosa Vela Benevento
127 Llewellyn Court
Folsom, California 95630

Cordelia Vela Oldham
149 Eldredge Road
Fort Walton Beach, Florida 32547

Management shall be by all persons above named.

ARTICLE VII
QUORUM

A quorum of the managers consists of a majority (51% or over) of the total number of managers.

ARTICLE VIII
MANAGEMENT ACTION

A majority of the managers of the company entitled to vote, represented in person or by proxy, shall be required for all management action.

ARTICLE IX
COMPENSATION OF MANAGERS

Compensation of management will be determined by unanimous vote of the managers.

ARTICLE X
MANAGEMENT MEETINGS

No action by management can be taken without a meeting of the managers or the unanimous written consent of the managers. All regularly scheduled management meetings must be preceded by at least two (2) days notice of meeting, setting forth the date, time, place and purpose of the meeting unless all managers waive such notice in writing.

ARTICLE XI
SPECIAL MEETINGS

All special meetings of the managers must be preceded by at least two (2) days notice of meeting, setting forth the date, time, place and purpose of the meeting unless all managers waive such notice in writing.

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ARTICLE XII
INITIAL MEMBERS

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

CLASS A MEMBERS:

Grizelda Vela King
821 Rushmore Lane
Plano, Texas 75023

Rosa Vela Benevento
127 Llewellyn Court
Folsom, California 95630

Cordelia Vela Oldham
149 Eldredge Road
Fort Walton Beach, FL 32547

CLASS B MEMBERS:

Grizelda Vela King
821 Rushmore Lane
Plano, Texas 75023

Cordelia Vela Oldham
149 Eldredge Road
Fort Walton Beach, Florida 32547

Rosa Vela Benevento
127 Llewellyn Court
Folsom, California 95630

Rosa Vela Benevento, as trustee of the
Herminia C. Vela Living Trust Agreement
127 Llewellyn Court
Folsom, California 95630

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ARTICLE XIII
ADDITIONAL MEMBERS

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

ARTICLE XIV
MEMBERSHIP MEETINGS

All notices of annual membership meetings must include a detailed description of the purpose or purposes for which the meeting is called.

ARTICLE XV
DISPOSAL OF ASSETS

The sale, lease, exchange or other disposal of all, or substantially all, of the company's property, with or without good will, other than in the usual and regular course of business, must be approved by unanimous vote of the Class A members.

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ARTICLE XVI
TRANSFER OF INTEREST

Subject to the Operating Agreement of the limited liability company, a member may transfer that member's right to receive shares of profits and returns of capital contributions; provided, however, that in no event may any member assign any of the rights to participate in the management of the limited liability company (including, but not limited to, voting Class A membership units) without the unanimous written consent of the Class A members.

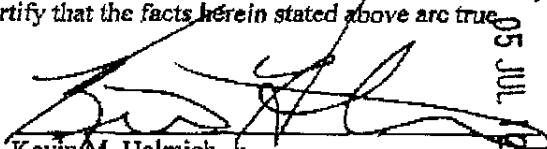
ARTICLE XVII
REDEMPTION OF INTEREST

Should any member decide to resign from the company, and desires to sell his, her, or its entire interest in the company, that member may only dispose of the members' interest in accordance with the Operating Agreement of the limited liability company.

ARTICLE XVIII
AMENDMENT OF REGULATIONS

The power to amend the Regulations is reserved exclusively to the unanimous vote of the Class A members.

IN WITNESS WHEREOF, the undersigned, being a member hereinbefore named, has hereunto set his hand and seal on this 12th day of July 2005, for the purpose of forming a limited liability company to do business both within and without the State of Florida and does 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

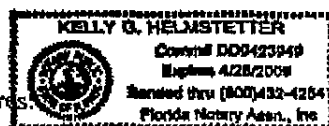

Kevin M. Helmich,
Organizer

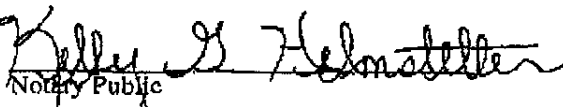
STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 12th day of July 2005, and who personally appeared Kevin M. Helmich, who is personally known to me and did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid.

My commission expires:




Kelly G. Helmstetter
Notary Public

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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**

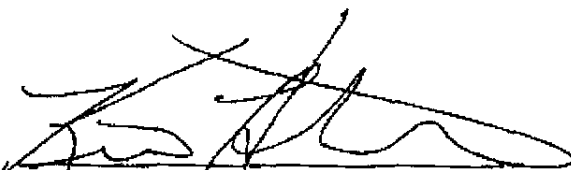
Pursuant to Section 608.415, Florida Statutes, the following is submitted: G.R.C. ENTERPRISES, L.L.C., desiring to organize under the laws of the State of Florida with its principal place of business at 149 Elderedge Road, Fort Walton Beach, Florida 32547, has named Kevin M. Helmich as its agent to accept service of process within the State of Florida, whose address is 4481 Legendary Drive, Suite 200, Destin, Florida 32541.


Kevin M. Helmich,
Organizer

ACCEPTANCE OF REGISTERED AGENT DESIGNATION

Having been named as registered agent and to accept service of process for the above named Limited Liability Company, at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Dated this 12th day of July 2005.

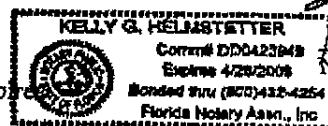

Kevin M. Helmich,
Registered Agent

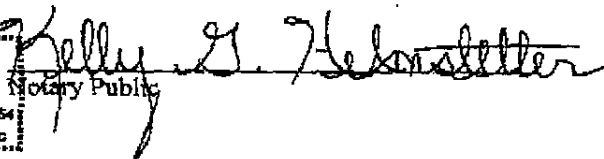
STATE OF FLORIDA
COUNTY OF OKALOOSA

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WITNESS my hand and official seal in the State and County last aforesaid.

My commission expires




Kelly G. Helmstetter
Notary Public

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