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BAKER MERCER AND YOUNG

4431 LAFAYETTE STREET MARIANNA, FLORIDA 32446

FRANK A. BAKER, P.A.

*BOARD CERTIFIED CIVIL TRIAL

*BOARD CERTIFIED BUSINESS LITIGATION

*CERTIFIED CIRCUIT CIVIL MEDIATOR/ARBITRATOR

TELEPHONE 850.526-3633

DOUGLAS WADE MERCER, ESQ. BRANDON J. YOUNG, ESQ.

TELECOPIER 850-526-2714

September 2, 2005

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

RE: St. Lucia Cove, LLC

Dear Sir/Madam:

Enclosed is my check in the amount of \$125.00, and the original Articles of Organization of St. Lucia Cove, LLC and Designation of Registered Agent, and one copy. Please return a file stamped copy.

Thank you. If you have any questions, please call.

Sincerely,

WADE MERCER, ESQ.

Enclosures (as stated above)

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GELL

ARTICLES OF ORGANIZATION OF ST. LUCIA COVE, LLC AND DESIGNATION OF REGISTERED AGENT

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be St. Lucia Cove, LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 132 Jenks Circle, Panama City, FL 32405.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Douglas Wade Mercer, 4431 Lafayette Street, Marianna, Florida 32446.

Having been named as registered agent and to accept service of process for the abovestated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating 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.

> Douglas Wade Mercer Registered Agent

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as

shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the Operating Agreement of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. Any assignment or transfer of a member's interest shall be subject to these articles and to any and all member's agreement in existence at the time of the transfer.

ARTICLE VI - TERMINATION OF EXISTENCE

The company shall not be dissolved on the death, bankruptcy, or dissolution of a member or manager, unless unanimously agreed by the remaining or surviving members.

ARTICLE VII -- MANAGEMENT

The company shall be managed by the members in accordance with an Operating Agreement adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.

The names and address of the initial members of the company are:

- Dean R. Holder
 132 Jenks Circle
 Panama City, FL 32405
- 2) Michelle B. Holder 132 Jenks Circle Panama City, FL 32405
- Travis K. Justice
 4256 Jennifer Lane
 Youngstown, Florida 32466
- 4) Sean P. Lyon 1602 Drummond Avenue Panama City, FL 32401
- 5) Douglas Wade Mercer 4431 Lafayette Street Marianna, Florida 32446

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- 6) James M. Smith 3065 PX Ranch Road Cottondale, Florida 32431
- 7) Timothy M. Smith 5110 President Circle Marianna, Florida 32446

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Marianna, Florida, on this 2nd day,of September, 2005.

Douglas Wade Mercer 4431 Lafayette Street Marianna, Florida 32446

STATE OF FLORIDA: COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 2nd day of September, 2005, by Douglas Wade Mercer, who is personally known to me and who did take an oath.

Notary Public

My Commission Expires:

WENDY L. WILLIAMS
Notary Public, State of Engida S
My comm. exp. July 13, 2007 S
Comm. No. DD 231502

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