

L05000123647

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(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

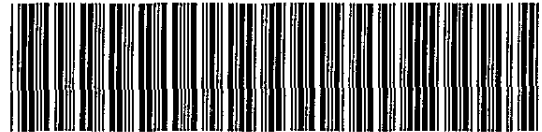
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2005 DEC 29 PM 1:11

EFFECTIVE DATE

01-01-06

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BAY WEST LIMITED, L.L.C.
(Name of Limited Liability Company)

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

Please return all correspondence concerning this matter to the following:

Jacalyn N. Kolk, Esq.

(Name of Person)

Jacalyn N. Kolk, P.A.

(Firm/Company)

P.O. Box 59462

(Address)

Panama City, FL 32412

(City/State and Zip Code)

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For further information concerning this matter, please call:

Jacalyn N. Kolk, Esq.

(Name of Person)

at (850) 785-0535

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee & Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed) |
|---|---|---|---|

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION
FOR
BAY WEST LIMITED, L.L.C.**

ARTICLE I

NAME

The name of the Limited Liability Company is: **BAY WEST LIMITED, L.L.C.**

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Limited Liability
Company is:

4116 Highway 231 North
Panama City, FL 32404

ARTICLE III

PREEMPTIVE RIGHTS AND UNITHOLDERS RIGHTS OF FIRST REFUSAL

The Unitholder(s) of the Company shall have the preemptive rights to subscribe for and purchase their proportionate share of any additional units issued by the company, from and after the issuance of the units originally subscribed for by the unitholder(s) of this company, whether such additional units be issued for cash, property, services or any other consideration, and whether or not such units be presently authorized or be authorized by subsequent amendment to these Articles of Organization.

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Unitholder(s) shall have the right of first refusal if any other unitholder wishes to sell. The price of the units shall be the fair market value as agreed among the parties. If there is no agreement, then a business appraiser shall be retained to value the units.

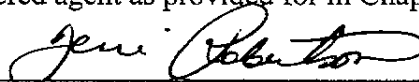
ARTICLE IV

REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

Terri Robertson
4116 Highway 231 North
Panama City, FL 32404

Having been named as registered agent and to accept service of process for the above stated 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.



TERRI ROBERTSON

ARTICLE V

MANAGEMENT

The Limited Liability Company is to be managed by one or more members and is, therefore, a member-managed company.

ARTICLE VI

EXISTENCE OF L.L.C.

This company shall begin existence on 1-1-06, and have perpetual existence.



ALAN ROBERTSON

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



ALAN ROBERTSON

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