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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** C+M Properties, LLC  
(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:

BRIAN COURTNEY  
(Name of Person)

\_\_\_\_\_  
(Firm/Company)

2303 CAMPYNS CROSSING  
(Address)

PANAMA CITY, FL 32405  
(City/State and Zip Code)

For further information concerning this matter, please call:

BRIAN COURTNEY at ( 407 ) 496-4590  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$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

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**Articles of Organization  
of  
C & M Properties, LLC**

The undersigned Managers, desiring to form a limited liability company (the "Company") pursuant to the laws of the State of Florida, certify as follows:

1. The name of the Company is C & M Properties, LLC.
2. The Company's existence shall commence upon the filing date of these Articles. The Company shall dissolve upon the earlier of (a) thirty (30) years from the filing date of these Articles; or (b) the day: (i) Members entitled to receive 66% of the portion of the Company's Net Profits to which Members are entitled shall sign a written agreement of dissolution; (ii) the Company is dissolved by judicial decree or by administrative action; (iii) the Company is not the successor company in the merger or consolidation of two or more companies; or (iv) the Company fails to have at least one member.
3. The purposes of the Company are to acquire, own, hold, develop, manage, and operate personal and real properties for investment, rent and lease; and to engage in any lawful act, activity, investment or business for which limited liability companies may be formed under the laws of the above named State.
4. The Company's principal place of business is located at 2303 Camryn's Crossing, city of Panama City, State of Florida, 32405.
5. The Company's designated office and registered office are located at 2303 Camryn's Crossing, city of Panama City, State of Florida, 32405.

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6. The name of the agent for service of process at the street address noted in Paragraph 5 is Angel Courtney. However, if the registered agent appointed herein cannot be found or served with the exercise of reasonable diligence, or if said agent's authority has been revoked, then the appropriate state official is hereby appointed as the agent of the Company for service of process.

7. The Company shall be member-managed, and the management of the Company is hereby vested in its managers. The names and street addresses of the initial managers are:

MANAGERS:

STREET ADDRESS:

a. Angel and Brian Courtney 2303 Camryn's Crossing Panama City, FL 32405

b. Jody and Lorena Milani 224 Biltmore Pl. Panama City Beach, FL 32413

8. The Company shall be governed by a written operating agreement, the terms of which shall supplement the provisions of Florida (state) law. As provided in the Company's operating agreement, the members of the Company have permanently and unanimously waived and eliminated, to the maximum extent permitted by law, any liability of any member for the return of money or property to the Company which the member rightfully received as a distribution of part or all of the member's capital account.

We certify that we are the Managers of the Company formed hereby and that we are authorized to execute these Articles of Organization. We each certify that to the best of our knowledge and belief the facts stated in this certificate are true

Signed: Brian M. Courtney Date: 12/27/05

Printed Name: BRIAN M. COURTNEY

Manager MGRM

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Signed: AC Date: 12/27/05

Printed Name: Angel Courtney

Manager MGRM

Signed: [Signature] Date: 12/27/05

Printed Name: MILANI JOY J.

Manager MGRM

Signed: Lorena Milani Date: 12/27/05

Printed Name: Lorena Milani

Manager MGRM

Acceptance of Registered Agent:

AC  
Angel Courtney

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