

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000019476
FILED 8:00 AM
February 22, 2006
Sec. Of State
jsadler

Article I

The name of the Limited Liability Company is:

WORTHINGTON PROPERTIES OF NW FLORIDA, LLC

Article II

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

3263 MAPLEWOOD DRIVE
GULF BREEZE, FL. US 32563

The mailing address of the Limited Liability Company is:

3263 MAPLEWOOD DRIVE
GULF BREEZE, FL. US 32563

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

MICHAEL SMIALEK
3263 MAPLEWOOD DRIVE
GULF BREEZE, FL. 32563

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.

Registered Agent Signature: MICHAEL SMIALEK

Article V

The name and address of managing members/managers are:

Title: MGRM
MICHAEL SMIALEK
3263 MAPLEWOOD DRIVE
GULF BREEZE, FL. 32563 US

Title: MGRM
CLARK ALLEN
319 VALENCIA STREET
GULF BREEZE, FL. 32561 US

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Article VI

The effective date for this Limited Liability Company shall be:

02/21/2006

Signature of member or an authorized representative of a member

Signature: REBECCA E. COLLINS