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: MATTHEWS & HAWKINS, P.A.

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Prestige Resort Financing, LLC

Certificate of Status	0
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Page Count	02
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Electronic Filing Menu

Corporate Filing Menu

Help

ARTICLES OF ORGANIZATION FOR PRESTIGE RESORT FINANCING, LLC a Florida Limited Liability Company

ARTICLE I NAME

The name of the Limited Liability Company is Prestige Resort Financing, LLC

ARTICLE II ADDRESS

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

151 Regions Way Suite 6A Destin, Florida 32541

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT'S SIGNATURE

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

Scott M. Work Matthews & Hawkins, P.A. 4475 Legendary Drive Destin, Florida 32541

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 in 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.

Scott M. Work Registered Agent

ARTICLE IV MANAGEMENT

The company shall be managed by a manager in accordance with regulations 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 name and address of the initial manager of the company is:

> Rodney Bell 151 Regions Way Suite 6A Destin, Florida 32541

> > PRESTIGE RESORT FINANCING, LLC

Scott M. Work, Its Incorporator