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Division of Corporations

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Florida Department of State  
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

ECV Development, LLC

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF**

**ECV DEVELOPMENT, LLC**

Pursuant to the provisions of Sections 608.401, *et seq.* of the Florida Limited Liability Company Act, as amended (the "Act"), the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

**ARTICLE I  
NAME**

The name of the limited liability company is ECV Development, LLC (the "Company").

**ARTICLE II  
PRINCIPAL PLACE OF BUSINESS**

The principal office of the Company shall be located at:

514 Seabreeze Circle  
Panama City Beach, Florida 32413

and its mailing address is the same.

**ARTICLE III  
REGISTERED OFFICE; REGISTERED AGENT**

The location and street address of the initial registered office of the Company shall be 514 Seabreeze Circle, Panama City Beach, Florida, 32413 and its registered agent at such address shall be Stewart R. Dudley.

**ARTICLE IV  
MANAGERS**

The Company is to be managed by one (1) or more Managers in accordance with the provisions set forth in the Operating Agreement of the Company. The name and address of the initial Manager of the Company, who shall serve until his successor is elected and shall begin serving, is:

Stewart R. Dudley  
514 Seabreeze Circle  
Panama City Beach, Florida 32413

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**ARTICLE V**  
**DURATION**

The Company shall have perpetual duration unless it is dissolved and its affairs wound up in accordance with the Act or the Operating Agreement of the Company.

**ARTICLE VI**  
**PURPOSES**

The purposes for which the Company is formed are as follows:

- (i) To acquire, develop, improve, manage, lease and sell real property either directly or indirectly through one or more entities in which Company participates as a partner, shareholder, member, manager, contractor or agent;
- (ii) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
- (iii) To lend money, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested; and
- (iv) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

**ARTICLE VII**  
**DISSOLUTION BY REASON OF CESSATION OF MEMBERSHIP**

The cessation of membership of one (1) or more Members of the Company will not result in the dissolution of the Company unless required under the Act upon the cessation of the last remaining Member.

**ARTICLE VIII**  
**REGULATION OF INTERNAL AFFAIRS**

The provisions for the regulation of the internal affairs of the Company are set forth in the Operating Agreement of the Company, as the same may be amended from time to time in accordance with its terms.

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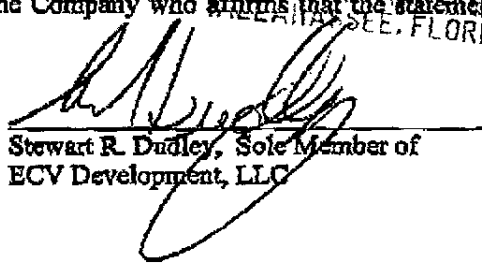
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IN WITNESS WHEREOF, these Articles have been subscribed as of the 17<sup>th</sup> day of May, 2006, by the undersigned sole Member of the Company who affirms that the statements made herein are true under the penalties of perjury.

  
Stewart R. Dudley, Sole Member of  
ECV Development, LLC

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**STATEMENT OF REGISTERED AGENT  
OF  
ECV DEVELOPMENT, LLC**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name of the limited liability company is ECV Development, LLC (the "Company").

The name and the Florida address of the Registered Agent of the Company are:

Stewart R. Dudley  
514 Seabreeze Circle  
Panama City Beach, Florida 32413

*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.*

DATED: May 17, 2006.

  
Registered Agent's Signature