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THE MOORE LAW FIRM, P.A.

Attorneys at Law

James E. Moore * Bret A. Moore * Of Counsel (850) 678-1121 135 E. John Sims Parkway P. O. Box 746 Niceville, FL 32588 FAX (850) 678-8327

May 16, 2006

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

Re: MAJESTIC OAKS VINEYARD, L.L.C.

Dear Sir:

Enclosed herewith are an original and one copy of the Articles of Organization for the above stated Limited Liability Company together with our check in the amount of \$160.00 to cover the filing fees for the Articles of Organization with a certified copy, a designation of Registered Agent, and a Certificate of Status. Please file the original of the enclosed Articles of Organization and return a certified copy and the Certificate of Status to the undersigned.

If there are any questions, please do not hesitate to contact this office. Thank you for your assistance in this matter.

Sincerely,

Joan M. May

Paralegal to Bret A. Moore

Enclosures as noted

MAJESTIC OAKS VINEYARD, LLC

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

MAJESTIC OAKS VINEYARD, LLC

ARTICLE II - Address

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

STREET ADDRESS:

Majestic Oaks Vineyard, LLC 4100 S. Ferdon Blvd. Suite C-4 Crestview, FL 32536

MAILING ADDRESS:

Majestic Oaks Vineyard, LLC 3180 Mathieson Drive Unit 502 Atlanta, GA 30305

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature

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

BRET A. MOORE The Moore Law Firm, P.A. 135 E. John Sims Parkway Niceville, FL 32578

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 this day of May, 2006.

BRET A. MOORE

Article IV - Management

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

ARTICLE V – Duration

This Limited Liability Company shall have a perpetual existence commencing on the filing of the Articles of Organization.

(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.)

Dated this Wday of May, 2006.

Member - Emerald Coast Partners, LLC

BRET A. MOORĚ

Authorized Representative

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-that MAJESTIC OAKS VINEYARD, LLC, desiring to organize under the laws of the State of Florida with its principal office in the city of Crestview, Florida, has named BRET A. MOORE, located at 135 E. John Sims Parkway, Niceville, Florida as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 this 164 day of May, 2006.

By: Bret A. Moore

Resident Agent