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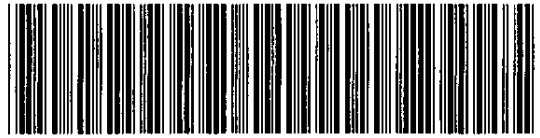
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**HOWARD
MOBLEY &
HAVENS,**
P.L.L.C.
ATTORNEYS AT LAW

October 31, 2007

**CONFIDENTIAL
VIA REGULAR MAIL**

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

OFFICE LOCATIONS:

BLUEWATER BAY, FL
DESTIN, FL
NASHVILLE, TN

Re: Articles of Organization

Jason E. Havens
Attorney at Law

Member, The Florida Bar &
Tennessee Bar Association

Fellow, American Bar
Foundation

Master of Laws (LL.M.) in
Estate Planning

Master of Laws (LL.M.) in
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Florida Office:
4400 East Highway 20,
Suite 211
Niceville, Florida 32578

Tennessee Office:
200 31st Avenue North,
Suite 100
Nashville, Tennessee 37203

Dear Corporate Filings:

Please find the enclosed Amended and Restated Articles of Organization of Fluid Stone, LLC. Please file the original at you earliest convenience. I have included the \$25 filing fee.

Thank you for prompt courtesies. Please feel free to call me at 850-897-6733 if you have any questions.

Best regards,
HOWARD MOBLEY & HAVENS, PLLC

Jennifer Wheat
Jennifer Wheat
Legal Assistant

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TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF
FLUID STONE, LLC,
A Florida Limited Liability Company**

Pursuant to the provisions of section 608.411, Florida Statutes, this Florida Limited Liability Company adopts the following Articles of Amendment to its Articles of Organization:

FIRST: Amendment adopted:

The Articles of Organization of this Limited Liability Company shall be amended and superseded in their entirety to read as follows:

**ARTICLE ONE
NAME**

The name of the Limited Liability Company is FLUID STONE, LLC.

**ARTICLE TWO
ADDRESS**

The street address of the principal office of the limited liability company and its mailing address is 4421 Commons Drive, Suite 182, Destin, Florida 32541.

**ARTICLE THREE
PURPOSE**

The purpose for which this Limited Liability Company is organized is any and all lawful business.

**ARTICLE FOUR
REGISTERED AGENT**

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

Jason E. Havens
4400 East Highway 20, Suite 211
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.

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Jason E. Havens

**ARTICLE FIVE
MANAGING MEMBERS**

The names and the mailing address of the Managing Members are as follows:


John H. McDermit	4409 Sonoma Circle Bluewater Bay, FL 32578
Frank E. Layton	2957 Alta Laguna Blvd. Laguna Beach, CA 92651
Danny T. Davis	2785 Kurtz Street, Suite 10 San Diego, CA 92110


SECOND: This amendment does not provide for an exchange, reclassification, or cancellation of issued units.

THIRD: The date of this amendment's adoption is September 14, 2007.

FIFTH: Adoption of the Amendment(s): The amendment(s) was or were approved by the members. The number of votes cast for the amendment(s) was or were sufficient for approval.

EXECUTED by the Members as of the date first written above.


By: John H. McDermit
Its: Managing Member


By: Frank E. Layton
Its: Managing Member

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