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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONTACT: TRACY SPEAR

DATE: 01/05/07

REF. #: 001554.62420

CORP. NAME: TIDEWATER BEACH 1601, LLC

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 519737 FOR \$ 130.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|---|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input checked="" type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
TIDEWATER BEACH 1601, LLC**

I, **JERRY D. UNDERHILL** hereby file these Articles of Organization as an authorized representative of **TIDEWATER BEACH 1601, LLC**, a Florida limited liability company to be formed pursuant to these Articles of Organization and the laws of the State of Florida.

**ARTICLE I
TIDEWATER BEACH 1601, LLC**

The name of the limited liability company to be formed hereunder is **TIDEWATER BEACH 1601, LLC**.

**ARTICLE II
DATE OF EXISTENCE AND PERIOD OF DURATION**

This limited liability company shall begin existence effective upon the filing of these Articles of Organization, and shall continue perpetually, unless so terminated in accordance with the Operating Agreement and any Regulations adopted by the members (collectively the "Operating Agreement").

**ARTICLE III
PURPOSES**

The purpose of the limited liability company is to engage in the purchase and sale of real estate and real estate management or other related services and products, either on its own or in conjunction with others, as well as to conduct any other lawful activities mutually agreeable to the Members.

**ARTICLE IV
POWERS**

The limited liability company shall have the power to take any and all lawful actions necessary, appropriate, proper, advisable, incidental or convenient to or for the furtherance of its purposes.

ARTICLE V

MAILING ADDRESS AND PLACE OF BUSINESS

The address in Florida for the limited liability company is: 5349 Redfield Drive, Dunwoody, GA 30338.

ARTICLE VI
MANAGEMENT

The limited liability company shall be managed by a Board of Managers.

ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the limited liability company's initial registered office in Florida is 201 N. Armenia Ave., Tampa, FL 33609 and the name of its initial registered agent is ANDREW J. MAYTS, JR., ESQUIRE.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 4th day of January, 2006.

2007

Jerry D. Underhill
JERRY D. UNDERHILL

STATE OF GEORGIA
COUNTY OF Cobb

The foregoing instrument was acknowledged before me this 4th day of January, 2006, 2007 by JERRY D. UNDERHILL, who is personally known to me or produced _____ as identification, as an authorized representative of the members of TIDEWATER BEACH 1601, LLC, as his free act and deed for the uses and purposes therein stated.

Robert Lyman Crane
NOTARY PUBLIC
Commission Number: _____
My Commission Expires: March 30, 2008

ARTICLES OF ORGANIZATION

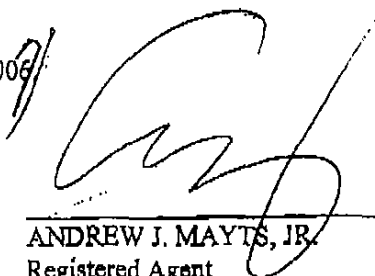
OF

TIDEWATER BEACH 1601, LLC

ACCEPTANCE BY REGISTERED AGENT

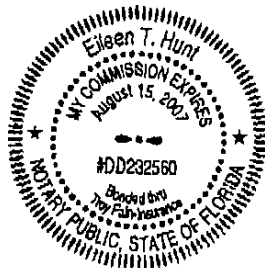
Having been appointed the registered agent of **TIDEWATER BEACH 1601, LLC**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent.

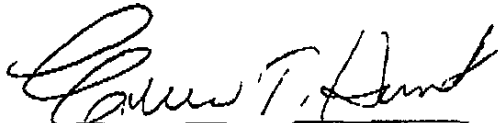
Signed this 5th day of Jan, 2008


ANDREW J. MAYTS, JR.
Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 5th day of Jan, 2008, by ANDREW J. MAYTS, JR., who is personally known to me, as Registered Agent for TIDEWATER BEACH 1601, LLC.




NOTARY PUBLIC
Commission Number: _____
My Commission Expires: _____