

04/23/2007 09:48 FAX 850 236 1313

Burk, Blue & Walters

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Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

UBD PARTNERS, LLC

Certificate of Status	1
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Florida Dept of State



April 23, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

BURKE BLUE HUTCHINSON WALTERS & SMITH, P.A.

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SUBJECT: UBD PARTNERS, LLC
REF: W07000019446

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing coversheet.

You can only list one registered agent. Article II & Article V show different people as registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

FAX Aud. #: E07000105866
Letter Number: 607A00027161

P.O BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION

FOR

UBD PARTNERS, LLC

a Florida Limited Liability Company

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The undersigned, desiring to form a limited liability company under and pursuant to

Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby

adopt the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be UBD PARTNERS, LLC (the "Company").

ARTICLE II - ADDRESS

The initial street address of this Company is 72 Main Street, Suite B, Rosemary Beach, FL 32413 and the mailing address of this Company is P.O. Box 611266, Rosemary Beach, Florida 32461. J. Christopher Barr, 415 Beckrich Road, Suite 500, Panama City Beach, FL 32407 is hereby designated as registered agent for this Company.

Prepared by:

J. Christopher Barr, Esq. - Florida Bar #0017937

Burke Blue Hutchison Walters & Smith, P.A.

415 Beckrich Road, Suite 500

Panama City Beach, FL 32407

(850) 236-4444

(850) 236-1313 - Fax

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ARTICLE III - DURATION

The period of this company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

ARTICLE IV - MANAGEMENT

The Company is to be managed by the Managing Members and the name and mailing address of the Initial Managing Members are:

NAMEADDRESS

Dalm Inc.,
A Florida corporation

P.O. Box 611127
Rosemary Beach, FL 32461

T-Judkins, Inc.,
A Florida corporation

P.O. Box 4935
Rosemary Beach, FL 32459

P.C. Gay Inc.,
A Florida corporation

525 Dolphin Drive
Panama City Beach, FL 32413

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

J. Christopher Barr, Esq.
Burke Blue Hutchison Walters & Smith
415 Beckrich Road
Suite 500
Panama City Beach, FL 32407

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ARTICLE VI -- ADMISSION OF ADDITIONAL MEMBERS

A member's interest in the Company may be assigned in whole or in part. Assigned interests will be subject to the conditions, limitations and restrictions set forth in the Operating Agreement of this Company.

ARTICLE VII -- MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members may continue the Business on the death, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company pursuant to the Operating Agreement.

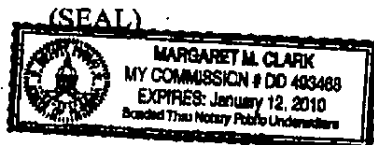
IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 20 day of April, 2007, for the purpose of forming this limited liability company under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida these Articles of Organization and certify that the facts herein stated are true.

Chris Barr
J. CHRISTOPHER BARR
BURKE BLUE HUTCHISON
WALTERS & SMITH, P.A.

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STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 20th day of April, 2007, by J. Christopher Barr, who is personally known to me.



Margaret M. Clark
MARGARET M. CLARK
(Print Name)
Notary Public
Serial # _____
My Commission Expires: _____

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

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in
compliance with said Act:

FIRST, that UBD Partners, LLC, desiring to organize under the laws of the State of
Florida, with its principal office as indicated in the Articles of Organization at 72 Main Street,
Suite B, Rosemary Beach, FL 32413 has named J. Christopher Barr located at 415 Beckrich
Road, Suite 500, Panama City Beach, FL 32407 as its agent to accept service of process within
this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated company, at the
place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply
with the provision of said Act relative to keeping open said office.



J. Christopher Barr

(Registered Agent)

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