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☐ PICK-UP

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(Business Entity Name)

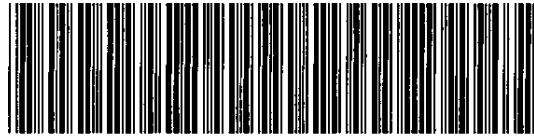
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TALLAHASSEE, FLORIDA

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**Matthew W. Burns, Attorney**

Post Office Box 1226  
Destin, Florida 32540

Telephone (850) 837-8445 • Facsimile (850) 650-0400

June 8, 2007  
UPS Next Day Air Tracking No. J201 894 414 4

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301  
ATTN: Corporate Filings

Re: Filing of Articles Of Incorporation  
for Mountain Drive Group, L.L.C..

To Whom It May Concern:

Please find enclosed the original and one(1)copy of the Articles of Incorporation  
for filing.

Also, find enclosed this office's check number 2962, in the sum of \$160.00 to  
cover the Filing fee, Certified Copy & Certificate of Status

Please return the Articles and Certificate of Incorporation to this office.

I appreciate your assistance.

Sincerely,



Matthew W. Burns

MWB/kaw

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
MOUNTAIN DRIVE GROUP, L.L.C**

The undersigned, ROCKY GRIFFITH, PHIL CALHOUN, and NORMA CALHOUN, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

**ARTICLE I  
NAME**

The name of the limited liability Company shall be MOUNTAIN DRIVE GROUP, L.L.C ("Company").

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Company is:

**Principle Office Address:**

205 Mountain Drive  
Destin, Florida 32541

**Mailing Address:**

205 Mountain Drive  
Destin, Florida 32541

**ARTICLE III  
DURATION**

The Company shall commence its existence on the effective date of these Articles of Organization, and the Company's existence shall thereafter be perpetual, or of such other duration as is provided in the Operating Agreement, unless the Company is earlier dissolved in accordance with the provisions of the Operating Agreement.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The registered agent of the company in the state of Florida is Matthew W. Burns whose Florida street address is 215 Mountain Drive, Suite 107,


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Destin, Florida 32541.

Having been named as Registered Agent to accept service of process for the above 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, Florida Statutes.

  
Matthew W. Burns

#### **ARTICLE V MEMBERS**

The initial members of the Company are:

ROCKY GRIFFITH  
819 Cross Street  
Destin, FL 32541

PHIL CALHOUN  
602 Sea View Circle  
Destin, FL 32541

NORMA CALHOUN  
602 Sea View Circle  
Destin, FL 32541

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TALLAHASSEE, FLORIDA

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The rights, obligations, and interests of the members in the Company, its property, and income, shall be as set forth in the Operating Agreement unless otherwise provided in the Operating Agreement:

A. No additional members shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and on such terms and conditions as shall be determined by all the Members.

B. No member may withdraw as a member of the Company except with the unanimous written consent of the other members of the Company.

C. A Member may transfer his or her interest in the Company only with unanimous written consent of all the other members of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a Member unless all the other Members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## **ARTICLE VI EVENTS CAUSING TERMINATION**

The Company shall be dissolved on the death of a Member, or on the occurrence of any other event that terminates the continued membership of a Member in the Company in accordance with the provisions of the Operating Agreement adopted by the Members, unless the business of the Company is continued by the consent of all the remaining Members or Member.

## **ARTICLE VII MANAGEMENT**

The Company shall be managed by a Manager, who may or may not be a member, and, if a member, shall be the Managing Member. Management of the Company shall be in accordance with the Operating Agreement adopted by the Members for the management of the business and affairs of the Company. The name and address of the initial Manager of the Company is:

Norma Calhoun, 602 Sea View Circle, Destin, FL 32541.

The said Manager is the Managing Member.

## **ARTICLE VIII OPERATING AGREEMENT**

The members may, by unanimous vote, adopt a written Operating Agreement to govern the administration of the Company. The initial Operating Agreement and all subsequent Operating Agreements may provide that the Operating Agreement may be terminated, amended, or fully superseded by a designated majority vote less than a unanimous vote. Any Operating Agreement validly adopted may be designated as "Interim" or not, but regardless of such designation, shall govern from time of adoption until terminated or amended by vote of the membership, unless a different period is expressly designated therein. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

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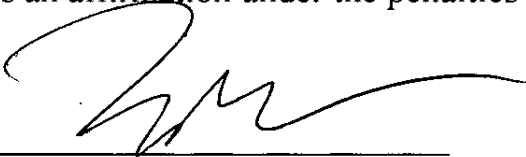
**ARTICLE IX  
EFFECTIVE DATE**

The effective date of these Articles of Organization shall be June 10, 2007.

IN WITNESS WHEREOF, the undersigned Authorized Representative of the above named member has made and subscribed these Articles of Organization at Destin, Okaloosa County, Florida, on June 8, 2007.

Signature of Authorized Representative of Rocky Griffith, Phil Calhoun, and Norma Calhoun, members:

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.



\_\_\_\_\_  
Typed or printed name of signee:

Matthew W. Burns, Esquire  
FL Bar No. 214108  
P.O. Box 1226  
Destin, FL 32540  
Attorney for the Members

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