

L07000105268

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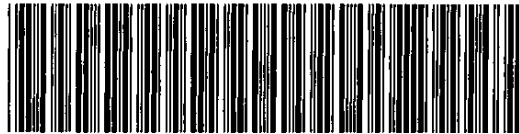
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HARMON & SLOAN, P.A.

ATTORNEYS AND COUNSELORS AT LAW
427 MCKENZIE AVENUE
POST OFFICE BOX 2327
PANAMA CITY, FLORIDA 32402-2327

DANIEL HARMON III
TIMOTHY J. SLOAN*
CHARLES J. STAFFORD
*ALSO MEMBER OF
DISTRICT OF COLUMBIA
AND MISSOURI BARS

TELEPHONE (850) 769-2501
FACSIMILE (850) 769-0824

October 3, 2007

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
New Filing Section
Post Office Box 6327
Tallahassee, Florida 32314

Re: MAGGIE, L.L.C.

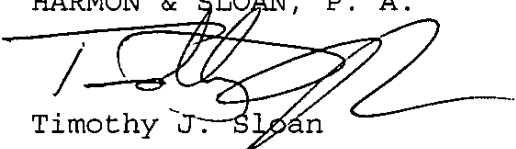
Gentlemen:

Enclosed please find the original and one copy of the Articles of Organization of the above-referenced limited liability company, together with the Certificate Designating Registered Agent and a check in the amount of \$125.00 to cover the cost of filing. Please file these Articles at your earliest convenience, and return a certified copy to us.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Sincerely,

HARMON & SLOAN, P. A.


Timothy J. Sloan

TJS/mf
Encl.

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 5, 2007

HARMON & SLOAN, P.A.
POST OFFICE BOX 2327
PANAMA CITY, FL 32402-2327

SUBJECT: MAGGIE, L.L.C.
Ref. Number: W07000049398

We have received your document for MAGGIE, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406 Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the ones presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is P06000096097.

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) 245-6097.

Marsha Thomas
Regulatory Specialist II

Letter Number: 407A00058305

07 OCT 16 AM 10:00

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**ARTICLES OF ORGANIZATION
OF
MAGGIE OF THE EMERALD COAST, L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

We further declare that the following Articles will serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
Name and Principal Place of Business**

The name of the limited liability company shall be MAGGIE OF THE EMERALD COAST, L.L.C., and its mailing address and principal office shall be located at 427 McKenzie Avenue, Panama City, Florida 32401, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II
Purposes and Power**

This limited liability company shall be authorized to engage in any activity or business authorized by the laws of the State of Florida. In facilitation of that general grant of power and purpose, by way of illustration and not limitation, this limited liability company is authorized to do the following:

1. To own, sell, transfer, convey, mortgage, pledge or encumber any real or personal property.
2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or any political or administrative subdivision, or department, and to perform and carry out, assign, cancel or rescind any of such contracts.
3. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III
Exercise of Powers

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, one or more managers of this limited liability company. This Article may be amended from time to time and the regulations of this limited liability company by unanimous vote of the members of the limited liability company.

ARTICLE IV
Management

This limited liability company is to be managed by one or more managers and the names and addresses of the initial managers who are to serve are:

Kenneth W. Roberts
2608 Highway 183A
Ponce de Leon, Florida 32455

Timothy J. Sloan
2818 Longleaf Road
Panama City, Florida 32405

The business and affairs of this limited liability company shall be managed by its designated manager, subject to authorization by some or all of the members as may be more fully set forth in the Operating Agreement of this limited liability company. The salary and other compensation of each manager shall be fixed from time to time by the members. Any manager may be removed at any time, with or without cause, by a vote of the membership as required by the Operating Agreement of the limited liability company.

ARTICLE V
Membership Restrictions

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to this limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred to unrelated persons.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in this limited liability company, the remaining member(s) shall have the

right to continue the business upon unanimous consent of the remaining members.

ARTICLE VI
Duration

This limited liability company shall exist perpetually from the date of filing until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.


ARTICLE VII
Initial Registered Agent

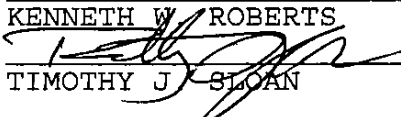
The name and address of the initial registered agent of the limited liability company is:

Timothy J. Sloan
427 McKenzie Avenue
Panama City, Florida 32401

The undersigned, being some of the members and all the managers of the limited liability company, certify that this instrument constitutes the Articles of Organization of ~~XXXXXX~~ MAGGIE OF THE EMERALD COAST, L.L.C.

Executed this 2ND day of October, 2007.



KENNETH W. ROBERTS


TIMOTHY J. SLOAN

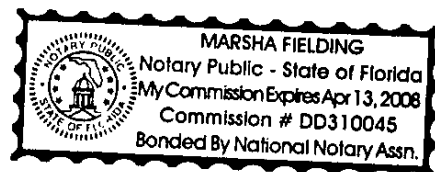
STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was sworn to, subscribed, and acknowledged before me this 2nd day of October, 2007, by KENNETH W. ROBERTS who is personally known or who presented a valid drivers license as identification.



Notary Public - Signature

(SEAL)

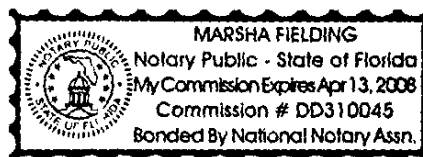


STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was sworn to, subscribed, and
acknowledged before me this 2nd day of October, 2007, by
TIMOTHY J. SLOAN, who is personally known or who presented
as identification.

(SEAL)

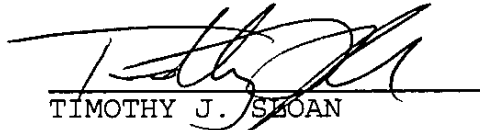
Marsha Fielding
Notary Public - Signature



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07 OCT 16 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION
OF REGISTERED AGENT OF
MAGGIE OF THE EMERALD COAST, L.L.C.

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.


TIMOTHY J. SLOAN

Date: October 15, 2007.

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TALLAHASSEE, FLORIDA