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To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : POPE & BARLOGA, P.A.
Account Number : I20060000059
Phone : (850)784-9174
Fax Number : (850)784-9175

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Bay Camp, LLC

Certificate of Status	1
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J. BRYAN

JUN 17 2008

EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
BAY CAMP, LLC**

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Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned being authorized to execute and file these Articles, adopts the following Limited Liability Company Articles of Organization:

ARTICLE I - NAME

The name of this Limited Liability Company is BAY CAMP, LLC.

ARTICLE II - MAILING ADDRESS AND STREET ADDRESS

The mailing address of the Company is P.O. Box 1609, Panama City, Florida 32402, and the street address of the principal office of the Company is 736 Jenks Avenue, Panama City, Florida 32401.

ARTICLE III - PURPOSE

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CLASSES OF MEMBERS

Unless otherwise provided in the Members Operating Agreement, the Limited Liability Company shall have two classes of members (Class A and Class B) with voting rights set forth in that Agreement. Ownership shall be measured in Units and this Limited Liability Company shall be authorized to issue 10,000 Class A Units and 90,000 Class B Units.

ARTICLE V - MANAGEMENT

The Company is to be member managed. The initial members of the Company are H. Cranston Pope and Scott B. Barloga of 736 Jenks Avenue, Panama City, Florida 32401.

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ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent of the Company is Scott B. Barloga, c/o Pope & Barloga, P.A., 736 Jenks Avenue., Panama City, Florida 32401.

ARTICLE VII - CONTINUATION OF BUSINESS

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which would otherwise terminate the continued membership of a Member in the Company, the remaining Members of the Company may continue the business of the Company.

IN WITNESS WHEREOF, the undersigned, as the member of the company, has executed these Articles of Organization on this 16th day of June, 2008.



Scott B. Barloga

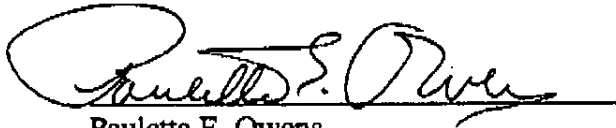
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DIVISION OF CORPORATIONS
08 JUN 16 AM 8:45

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 16th day of June, 2008, by Scott B. Barloga, as the register agent for BAY CAMP, LLC, a Florida limited liability company, who is personally known to me.

(SEAL)

PAULETTA E. OWENS
Notary Public - State of Florida
My Commission Expires Aug. 20, 2010
Commission No. DD 579470



Pauletta E. Owens
(Print Name)

Notary Public

My Commission Expires: 8/20/10

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**STATEMENT OF ACCEPTANCE AND
DESIGNATION OF REGISTERED AGENT
OF
BAY CAMP, LLC**

STATE OF FLORIDA
COUNTY OF BAY


Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is BAY CAMP, LLC.

The name of the registered agent for BAY CAMP, LLC, is Scott B. Barloga, and the street address of the agent is c/o Pope & Barloga, P.A., 736 Jenks Avenue, Panama City, Florida, 32401.

This statement is to acknowledge that, as indicated above, BAY CAMP, LLC, has appointed me, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

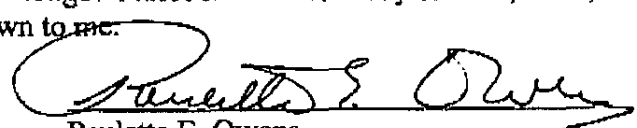
DATED this 16th day of June, 2008.



Scott B. Barloga
Registered Agent

The foregoing instrument was acknowledged before me this 16th day of June, 2008, by Scott B. Barloga, who is personally known to me.

(SEAL)
PAULETTA E. OWENS
Notary Public - State of Florida
My Commission Expires Aug. 20, 2010
Commission No. DD 579470



Pauletta E. Owens
Notary Public

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