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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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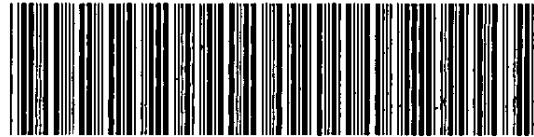
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DIVISION OF CORPORATION
08 JUN 30 PM 3:42

LAW OFFICES
WALTER S. MILLSAPS
2602 ISABELLA BOULEVARD, SUITE 50
JACKSONVILLE BEACH, FLORIDA 32250

E-MAIL: WSM@MillsapsLaw.com

TELEPHONE (904) 246-1228
TELECOPIER (904) 246-1229

June 27, 2008

By Federal Express

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Walton Investments, LLC

Dear Sir or Madam:

Enclosed for filing for the referenced limited liability company are an original and one copy of the articles of organization and a copy of the designation and acceptance of registered agent. Also enclosed is the filing fee.

Please file the original documents and return date-stamped copies to me in the envelope provided. Please call me if you have any question. Thank you.

Very truly yours,


Walter S. Millsaps

Enclosures
/wsm
28124

ARTICLES OF ORGANIZATION

FOR

WALTON INVESTMENTS, LLC

a Florida limited liability company

Article I

Name

The name of the limited liability company is Walton Investments, LLC ("Company").

Article II

Address

The mailing and street address of the principal office of the Company is 2602 Isabella Boulevard, Suite 50, Jacksonville Beach, Florida 32250.

Article III

Duration

The duration of the Company is perpetual, beginning on the date these Articles of Organization are filed with the Secretary of State, State of Florida.

Article IV

Registered Agent

The name of the Company's initial registered agent in Florida is Walter S. Millsaps, Esq. The address of the

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Company's registered agent office in Florida is 2602 Isabella Boulevard, Suite 50, Jacksonville Beach, Florida 32250.

Article V

Management

The Company is to be managed by Managers duly elected by the Members of the Company. The names and addresses of the Initial Managers are:

MGRM	Derek Walton
	2602 Isabella Boulevard, Suite 50
	Jacksonville Beach, Florida 32250

Article VI

Admission of Additional Members


The right of the Members to admit additional Members to the Company and the terms and conditions of the admissions shall be upon unanimous written consent of the Members and any additional Members shall be as provided for in the Operating Agreement of the Company.

Article VII


Members Rights to Continue Business

The right of the remaining partners of the Company to continue the business on the death, retirement, 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 shall be as provided for in the Operating Agreement of the Company.

IN WITNESS WHEREOF, we have executed these Articles of
Organization on this 27th day of June 27, 2008.



Witness



Witness

DEREK WALTON

