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DIVISION OF CORPORATIONS
10 FEB 22 PM 12:26

PAXTON & WILLIAMS
ATTORNEYS AT LAW
606 BOSTON AVENUE
FORT PIERCE, FLORIDA 34950

NORMAN L. PAXTON, JR.
GEORGE L. WILLIAMS, III

TELEPHONE
772-465-5795

FAX
772-465-1030

February 19, 2010

VIA FEDERAL EXPRESS

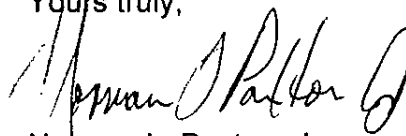
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Waypoint Real Estate Consulting, LLC

Dear Sir/Madam,

Enclosed for filing are the original and a copy of the Articles of Organization for the above limited liability company. Also enclosed is a check in the amount of \$155.00, for filing fee and certified copy. Please return the certified copy of the articles to this office.

Yours truly,

A handwritten signature in black ink, appearing to read "Norman L. Paxton, Jr.", written over a horizontal line.

Norman L. Paxton, Jr.

Enclosures

**ARTICLES OF ORGANIZATION
FOR
WAYPOINT REAL ESTATE CONSULTING, LLC**

The undersigned, under and pursuant to Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name. The name of this company shall be WAYPOINT REAL ESTATE CONSULTING, LLC
2. Duration/Continuation. Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.
3. Purpose. The purpose for which the Company is organized is to engage in real estate consulting and any and all other business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.
4. Address of place of business. The mailing address for the company is 1809 Surfside Drive, Fort Pierce, FL 34949 and the street address of the place of business for the Company is the same. These addresses may be changed from time to time as provided in the Operating Agreement.
5. Registered Agent and Office. The initial registered agent in Florida for the Company is Angela Hurst and the initial registered office is located at 1809 Surfside Drive, Fort Pierce, FL 34949.
6. Capital Contributions. Contributions to the capital of the Company shall be made by members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.
7. Members. The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.
8. Continuity of 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, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

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DIVISION OF CORPORATIONS
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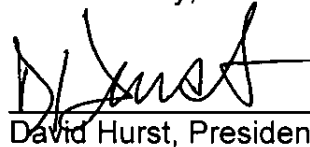
9. This Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that these managers will hold. The initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

Name	Position
Myles Newell	Manager
David Hurst	Manager

10. Indemnification. Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

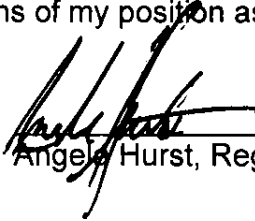
IN WITNESS WHEREOF, the undersigned Member has hereunto set its hand and seal this 18TH day of February, 2010.

Barefoot Key, Inc.



David Hurst, President

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.

A handwritten signature in black ink, appearing to read 'Angela Hurst', is written over a horizontal line.

Angela Hurst, Registered Agent