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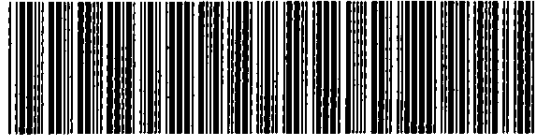
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN

APR 13 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

April 9, 2010

SUBJECT: WEST BAY SEAFOOD, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael S. Burke, Esq.
Name of Person

Burke Blue Hutchison Walters & Smith, P. A.
Firm/Company

415 Richard Jackson Boulevard, Suite 500
Address

Panama City Beach, FL 32407
City/State and Zip Code

msburke@burkeblue.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michael S. Burke at (850) 236-4444
Name of Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

<input type="checkbox"/> \$125.00 Filing Fee	<input checked="" type="checkbox"/> \$130.00 Filing Fee & Certificate of Status	<input type="checkbox"/> \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)	<input type="checkbox"/> \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)
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Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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**ARTICLES OF ORGANIZATION
OF
WEST BAY SEAFOOD, LLC**

The undersigned, 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 **WEST BAY SEAFOOD, LLC** ("Company").

ARTICLE II - ADDRESS

The street address of the principal office of the Company shall be:

**WEST BAY SEAFOOD, LLC
17760 PANAMA CITY BEACH PARKWAY
PANAMA CITY BEACH, FL 32413**

The mailing address of the principal office of the Company shall be:

**WEST BAY SEAFOOD, LLC
P. O. BOX 14167
PANAMA CITY BEACH, FL 32413**

ARTICLE III - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall terminate not later than December 31, 2060, unless the Company is earlier dissolved as provided in these articles of organization.

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Prepared by:
MICHAEL S. BURKE, ESQ.
Florida Bar No. 0133851
BURKE BLUE HUTCHISON WALTERS & SMITH, P.A.
415 Richard Jackson Blvd., Suite 500
Panama City Beach, Florida 32407
(850) 236-4444

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

**Stephen D. Smith
17760 Panama City Beach Parkway
Panama City Beach, FL 32413**

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ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the company the cash or property set forth in the operating agreement of the members.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

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. A member may transfer his or her interest in the Company as set forth in the regulations 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 approves of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, insanity, retirement, resignation, expulsion or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the company is

continued by the consent of all the remaining members, provided there is at least one remaining member.

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ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the members of the Company are:

	<u>NAME</u>	<u>ADDRESS</u>
Member:	William M. Head	P. O. Box 14167 Panama City Beach, FL 32413
Member:	Hilary E. Head	14854 Bayview Circle Panama City Beach, FL 32413
Member:	Dana A. Lancaster	116 Sandalwood Lane Panama City Beach, FL 32413
Member:	Rinaldus Scicluna, Jr.	17 Shannon Dr., #1 Santa Rosa Beach, FL 32419
MGRM:	Stephen D. Smith	103 Kennesaw Lane Panama City, FL 32405

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Panama City Beach, Bay County, Florida, on this 1st day of April, 2010.

William M Head
WILLIAM M. HEAD, Organizer

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 1st day of April, 2010, by William M. Head, Organizer, who: (notary **must** check applicable box)

- ☐
- ☒
- ☐

is personally known to me.

produced a current Florida driver's license as identification.

produced _____ as identification.

Linda C. Mummert

Notary

LINDA C. MUMMERT

(Print Name)

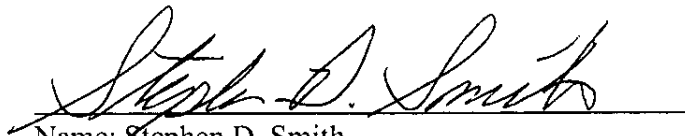
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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **WEST BAY SEAFOOD, LLC**, as registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the positions of registered agent.



Name: Stephen D. Smith
Registered Agent

Address: 17760 Panama City Beach Parkway
Panama City Beach, FL 32413

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