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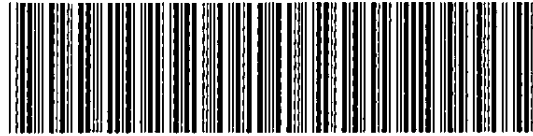
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2010 JUL 16 AM 11:00  
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10 JUL 16 PM 12:00

B. KOHR

JUL 16 2010

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 449028 9796A

AUTHORIZATION :

COST LIMIT : \$125.00

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ORDER DATE : July 16, 2010

ORDER TIME : 9:18 AM

ORDER NO. : 449028-005

CUSTOMER NO: 9796A

DOMESTIC FILING

NAME: GFY CONSTRUCTION, LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: \_\_\_\_\_

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DIVISION OF CORPORATIONS  
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**ARTICLES OF ORGANIZATION**  
**GFY CONSTRUCTION, LLC**

Pursuant to the provisions of the Florida Limited Liability Company Act, FLA. STAT. § 608.401, *et seq.* (the "Florida LLC Act"), the undersigned hereby certifies that the persons named herein as Members have associated themselves for the purpose of a limited liability company under the laws of the State of Florida, and hereby adopt the following Articles of Organization as the Charter and authority for the conduct of business of such limited liability company:

**ARTICLE I: NAME**

The name of the limited liability company shall be GFY CONSTRUCTION, LLC (the "Company").

**ARTICLE II:  
PURPOSE**

The Company is organized for the following purposes: (A) to facilitate the ownership, management, development, construction, acquisition, disposition, and renovation of real property, including, but not limited to, certain property located in the State of Florida; (B) to accomplish any lawful activity or business whatsoever, or which shall at any time and from time to time appear to the Manager of the Company to be necessary, desirable, or appropriate for the protection of the Company and/or its assets; (C) to exercise all powers necessary to or reasonably connected with the Company's business, which may be legally exercised under the Florida *LLC* Act; and (D) to engage in and perform all activities necessary, customary, convenient, or incident to any of the foregoing as the Manager may deem prudent and advisable.

**ARTICLE III:  
EFFECTIVE DATE; TERM**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State, and shall thereafter continue in existence perpetually, unless earlier dissolved or extended in accordance with the Operating Agreement of GFY Construction, LLC (the "Operating Agreement"), and/or the Florida *LLC* Act.

**ARTICLE IV: INITIAL MEMBER**

The name and address of the initial Members are:

Michael DeShay  
81 Marina Cove Dr.  
Niceville, FL 32578

Todd Griffiths  
615 W. Leisure Lane  
Holt, FL 32564

**ARTICLE V: DISSOLUTION**

Upon the occurrence of any Dissolution Event (as defined in the Operating Agreement of

the Company), the Company shall be deemed to have dissolved unless, within ninety (90) days after such date, the Members affirmatively agree in writing to continue the business of the Company.

Upon dissolution, the Company shall cease to carry on its business, except as otherwise permitted by Florida law, and the Manager shall file a statement of commencement of winding up and publish notices in accordance with the Florida Limited Liability Company Act.

**ARTICLE VI:**  
**COMPANY ADDRESS; REGISTERED OFFICE ADDRESS;**  
**REGISTERED AGENT**

The mailing address and street address of the principal office of the Company shall be 81 Marina Cove Drive, Niceville, Florida 32578. D. Michael Chesser, Esquire, whose address is 1201 Eglin Parkway, Shalimar, FL 32579 shall be the initial registered agent to accept service of process in the State of Florida and 1201 Eglin Parkway, Shalimar, FL 32579 shall also be the street address of the initial registered office of the Company.

**ARTICLE VII:**  
**CAPITAL CONTRIBUTIONS**

The Members shall contribute cash and/or additional property from time-to-time in accordance with the provisions of the Operating Agreement.

**ARTICLE VIII:**  
**MANAGEMENT**

Management of the Company shall be vested in the Members whose names and addresses are as follows:

|                     |                     |
|---------------------|---------------------|
| Michael DeShay      | Todd Griffiths      |
| 81 Marina Cove Dr.  | 615 W. Leisure Lane |
| Niceville, FL 32578 | Holt, FL 32564      |

**ARTICLE IX:**  
**RESTRICTIONS ON MEMBERSHIP**

Members shall be admitted as set forth in the Operating Agreement. Contributions required of new Members shall be determined by the Members as of the time of admission to the company.

Except as otherwise specifically provided in the Operating Agreement, a Member's interest, or any part thereof, in the Company may not be sold or otherwise transferred unless the Member is in compliance with the terms of the Operating Agreement.

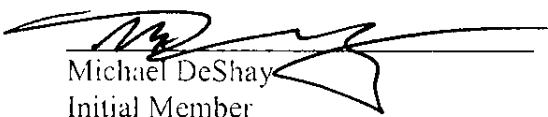
**ARTICLE X:**  
**OPERATING AGREEMENT**


The power to adopt, alter, amend or repeal the Operating Agreement governing this Company shall be vested in the Members.

**ARTICLE XI: INDEMNIFICATION**

If the criteria set forth in FLA. STAT. § 608.4229, or any successor statute, have been met, then the Company shall indemnify any Manager or Member, or former Manager or Member, his or her personal representative, devisees or heirs, in the manner and to the extent contemplated by FLA. STAT. § 608.4229.

IN WITNESS WHEREOF, the undersigned hereby certifies that the foregoing constitutes the ARTICLES OF ORGANIZATION OF GFY CONSTRUCTION, LLC, and these Articles of Organization were executed by the undersigned Members in Okaloosa County, Florida on this 15<sup>th</sup> day of July, 2010.

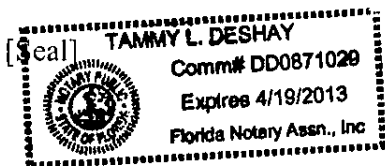
  
Michael DeShay  
Initial Member

  
Todd Griffiths  
Initial Member

STATE OF FLORIDA )  
COUNTY OF OKALOOSA )

On this 15<sup>th</sup> day of July, 2010, before me personally appeared Michael DeShay who is a Member of a Florida limited liability company to be formed, and Todd Griffiths who is a Member of a Florida limited liability company to be formed, to me personally known to be the persons who executed the foregoing, or who have produced \_\_\_\_\_ as identification and acknowledged before me that they executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.



  
NOTARY PUBLIC

### DESIGNATION OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, the following statement is submitted:

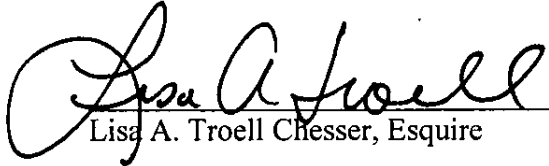
GFY Construction, LLC a limited liability company duly organized and existing under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named:

Lisa A. Troell, Esquire  
1201 Eglin Parkway  
Shalimar, FL 32579

as its registered agent to accept service of process in the State of Florida.

### ACCEPTANCE BY THE REGISTERED AGENT

I, Lisa A. Troell, Esquire, hereby accept appointment as Registered Agent for the Limited Liability Company, GFY Construction, LLC, and do hereby understand and accept the obligations of the position, and acknowledge my acceptance with my signature below on this 15<sup>th</sup> day of July, 2010.

  
Lisa A. Troell Chesser, Esquire