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TALLAHASSEE, FLORIDA

J. BRYAN

JUL 14 2011

EXAMINER

July 12, 2011

Registration Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

RE: FLORA-BAMA MANAGEMENT, LLC

Ladies and Gentlemen:

The enclosed Articles of Organization and fees are submitted for filing along with a notice of consent concerning the company name. Please return all correspondence concerning this matter to me at the address below:

Patrick McClellan
17401 Perdido Key Drive
Pensacola, FL 32507

Enclosed also is a check in the amount of $160.00 for filing fee, certificate of status, and certified copy of filings. For purposes of the certification, a copy of the Articles of Organization and a stamped return envelop are enclosed as well.

Sincerely,

Patrick McClellan

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STATEMENT REGARDING THE USE OF THE
"FLORA-BAMA MANAGEMENT" NAME

The undersigned, as the duly elected president of FLORA-BAMA MANAGEMENT, INC., hereby consents to the formation of a Florida Limited Liability Company known as FLORA-BAMA MANAGEMENT, LLC.

PATRICK MCCLELLAN, PRESIDENT

FLORA BAMA MANAGEMENT, INC.
17401 Perdido Key Drive
Pensacola, Florida 32507

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ARTICLES OF ORGANIZATION
OF
FLORA-BAMA MANAGEMENT, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be FLORA-BAMA MANAGEMENT, LLC, and its principal office shall be located at 17401 Perdido Key Drive in the city of Pensacola, Florida, County of Escambia, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in the business of food and beverage service and to engage in any activity or business authorized under the Florida Statues.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

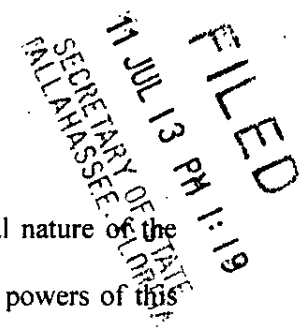
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3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall



not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

8. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III
EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. The names and addresses of the initial members are:

Cameron Price
17401 Perdido Key Drive
Pensacola, FL 32507

Patrick McClellan
17401 Perdido Key Drive
Pensacola, FL 32507

Joseph Gilchrist
17401 Perdido Key Drive
Pensacola, FL 32507

John McInnis
17401 Perdido Key Drive
Pensacola, FL 32507

Haleiwa Investments, LLC
17401 Perdido Key Drive
Pensacola, FL 32507

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ARTICLE IV
AMENDMENTS

Unless the operating agreement for the limited liability company provides otherwise, these Articles may be amended from time to time by a unanimous vote of the members of said company.

ARTICLE V
DURATION

This limited liability company shall exist from the date of filing until dissolved in a manner provided by law, or as provided in the operating agreement adopted by the members.

ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 17401 Perdido Key Drive in the city of Pensacola, Florida, County of Escambia, State of Florida, and the name of the company's initial registered agent at that address is Patrick McClellan.

The undersigned being the original members of the limited liability company certify that this instrument constitutes the proposed Articles of Organization of FLORA-BAMA MANAGEMENT, L.L.C.,

Executed by the undersigned in Pensacola, Florida on the 12th day of July, 2011.

Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

FLORA-BAMA MANAGEMENT, LLC

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

Patrick McClellan
17401 Perdido Key Drive
Pensacola, FL 32507

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, 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 as provided for in Chapter 608, F.S.

Patrick McClellan

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