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FLORIDA LIMITED LIABILITY CO.
Great Circle South, LLC

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**ARTICLES OF ORGANIZATION
OF
GREAT CIRCLE SOUTH, LLC**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby execute these Articles of Organization for the purpose of organizing a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of the limited liability company is Great Circle South, LLC.

ARTICLE II

The mailing address of the limited liability company shall be 54 Logan Lane, Unit C, Santa Rosa Beach, FL 32459, and its street address is the same.

ARTICLE III

The business purpose of the limited liability company is to engage in any lawful act or activity which may be carried on by limited liability companies in the State of Florida and, in connection therewith, the limited liability company shall have and may use, exercise and enjoy, all the powers of limited liability companies conferred by the limited liability company laws of the State of Florida.

ARTICLE IV

The address of the initial registered office of this limited liability company in Florida shall be 1200 Riverplace Blvd., Suite 800, Jacksonville, Florida 32207, and its initial registered agent at that address shall be John R. Crawford. The members may, from time to time, change the registered office and registered agent of the limited liability company upon notification to the proper

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authorities.

ARTICLE V

The limited liability company shall have perpetual existence.

ARTICLE VI

The limited liability company shall be managed by its members. Any member-manager may be a corporation or limited liability company, in which case the designee of the corporation or company shall act as its representative.

ARTICLE VII

The names and addresses of the subscribers to these Articles of Organization, who are both authorized representatives of the limited liability company and its members, are as follows:

<u>Name</u>	<u>Street Address</u>
John R. Crawford	1200 Riverplace Blvd., Suite 800 Jacksonville, Florida 32207
Sharon L. Palmer	1200 Riverplace Blvd., Suite 800 Jacksonville, Florida 32207

ARTICLE VIII

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the limited liability company:

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the operating agreement, the members shall have the general management and control of the business and may exercise all of the powers of the limited liability company. The limited liability company shall have such officers as from time to time may

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be provided in the operating agreement and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the operating agreement or as may be determined from time to time by the members, subject to the operating agreement.

(4) No officer of this limited liability company shall, in the absence of fraud, be disqualified by his or her office from dealing or contracting with this limited liability company either as vendor, purchaser or otherwise, nor, in the absence of fraud, shall any contract, transaction or act of this limited liability company be void or voidable or affected by reason of the fact that any such officer, or any firm of which any such officer is a member or employee, or any limited liability company or corporation of which any such officer is an officer, director, manager, member, stockholder or employee, has any interest in such contract, transaction or act, whether or not adverse to the interest of this limited liability company, even though the vote of the officer(s) having such interest shall have been necessary to obligate this limited liability company upon such contract, transaction or act; and no officer having such interest shall be liable to this limited liability company or to any member or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract, transaction or act; nor shall any such officer be accountable for any gains or profits realized thereon.

ARTICLE IX

This limited liability company reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on members herein are granted subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned subscribing members or authorized

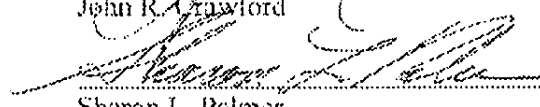
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representatives of the limited liability company, have herunto set our hands and seals for the purpose of organizing this limited liability company under the laws of the State of Florida, and we hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Organization and certify that the facts herein stated are true. all on this 25 day of June, 2012.


John R. Crawford

(SEAL)

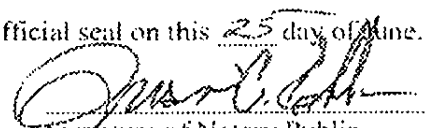

Sharon L. Palmer

(SEAL)

STATE OF FLORIDA
COUNTY OF DUVAL

Before me personally appeared this day John R. Crawford and Sharon L. Palmer, the parties to the foregoing Articles of Organization, who are personally known to me and to me known to be the individuals described in and who executed the foregoing Articles of Organization, and who acknowledged before me that they made, subscribed and acknowledged the foregoing Articles of Organization as their voluntary act and deed as members or authorized representatives of said limited liability company, and that the facts set forth therein are true and correct.

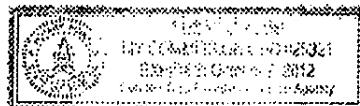
WITNESS my hand and official seal on this 25 day of June, 2012.


Signature of Notary Public

Notary Public, State and County aforesaid

My commission expires: _____

(Notarial Seal)

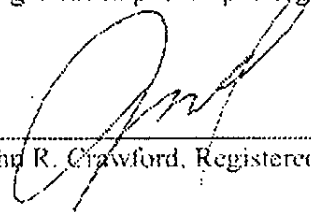


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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for is Great Circle South, LLC, a Florida limited liability company, at the place designated in the Articles of Organization of said limited liability company, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open. I further acknowledge that I am familiar with, and accept, the obligations imposed upon registered agents of limited liability companies.


John R. Crawford, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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