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### TIMOTHY J. SLOAN, P.A.

ATTORNEY AND COUNSELOR AT LAW 427 MCKENZIE AVENUE POST OFFICE BOX 2327 PANAMA CITY, FLORIDA 32402-2327

TIMOTHY J. SLOAN ALSO MEMBER OF DISTRICT OF COLUMBIA AND MISSOURI BARS TELEPHONE (850) 769-2501 FACSIMILE (850) 769-0824

July 10, 2015

#### VIA FEDERAL EXPRESS

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

Re: Emerald Coast Equity Builders, LLC

Gentlemen:

Enclosed please find the original and one copy of the Articles of Organization of the above referenced limited liability company, together with the Certificate Designating Registered Agent and a check in the amount of \$155.00 to cover the cost of filing. Please file these Articles at your earliest convenience, and return a certified copy to us.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Very truly yours,

TIMOTHY J., SLOAN, P. A.

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TJS/mf Encl.

## ARTICLES OF ORGANIZATION OF EMERALD COAST EQUITY BUILDERS, 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 will 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 EMERALD COAST EQUITY BUILDERS, LLC, and its mailing address shall be 312 Rose Lane, Panama City Beach, Florida 32413 and its principal office shall be located at 312 Rose Lane, Panama City Beach, Florida 32413, but it shall have the power and authority to establish branch offices at any other place or places as their members may designate.

#### ARTICLE II

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Purposes and power. This limited liability company shall be authorized to engage in any activity or business authorized by the laws of the State of Florida. In facilitation of that general grant of power and purpose, by way of illustration and not limitation, the limited liability company is authorized to do the following:

- 1. To own, sell, transfer, convey, mortgage, pledge for encumber any real or personal property.
- 2. 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 any political or administrative subdivision, or department, and to perform and carry out, assign, cancel or rescind any of such contracts.
- 3. To engage in any type of lawful business, either in Florida or in any other jurisdiction.
- 4. 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.

#### ARTICLE III

Exercise of powers. All limited liability company powers not expressly reserved to the members 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, one or more managers of this limited liability company.

#### ARTICLE IV

<u>Management</u>. The limited liability company shall be managed by its managers, currently whose names and addresses are as follows:

ROBERT C. CROSBY, SR. PO Box 1268 Franklin, TN 37065

PHILLIP CRYAR 237 Buck Road Santa Rosa Beach, FL 32459

VINCENT PREJEAN 312 Rose Lane Panama City Beach, FL 32413

TUCK CRYAR 25 Red Bay Court Santa Rosa Beach, FL 32459

#### ARTICLE V

Membership restrictions. Members shall have the right to admit new members in accordance with its Operating Agreement. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in accordance with the Operating Agreement.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event

that terminates the continued membership of a member in the limited liability company, the remaining member(s) shall have the right to continue the business in accordance with the Operating Agreement.

#### ARTICLE VI

Capital contributions. Capital contributions in the amount of \$1,000.00 or more shall be paid to the limited company by the members. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make initial contributions as set forth in the Operating Agreement.

#### ARTICLE VII

<u>Duration</u>. This limited liability company shall exist perpetually 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 VIII

<u>Initial registered agent</u>. The name and address of the initial registered agent of the limited liability company is:

Timothy J. Sloan 427 McKenzie Avenue Panama City, Florida 32401

The undersigned, being a manager and a member of the limited liability company, certifies that this instrument constitutes the Articles of Organization of EMERALD COAST EQUITY BUILDERS, LLC.

Executed this 10th day of July, 2015.

EMERALD COAST EQUITY BUILDERS, LLC, a Florida Limited Liability Company

ROBERT C. CROSBY, SR., Member and

Manager

#### CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Section 608.415, Florida Statutes, the following is submitted:

EMERALD COAST EQUITY BUILDERS, LLC, desiring to organize as a Limited Liability Company under the laws of the State of Florida, has designated 312 Rose Lane, Panama City Beach, Florida 32413 as its Registered Office and has named Timothy J. Sloan, located at 427 McKenzie Avenue, Panama City, Florida 32401, as its initial Registered Agent.

> EMERALD COAST EQUITY BUILDERS, LLC, a Florida, Limited Liability Company

> ROBERT C. CROSBY, SR., Member and

Manager

Having been named Registered Agent and to accept service of process for the above-stated limited liability corporation, at the place designated in this Certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. 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 his position as Registered Agent.

Registered Agent