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FLORIDA LIMITED LIABILITY CO.
RESORT REAL ESTATE HOLDINGS, LLC

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**ARTICLES OF ORGANIZATION
OF
RESORT REAL ESTATE HOLDINGS, LLC**

Pursuant to the requirements set forth in Chapter 605 of the Florida Revised Limited Liability Company Act, the undersigned hereby submits the following Articles of Organization of **RESORT REAL ESTATE HOLDINGS, LLC** for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of the limited liability company shall be "**RESORT REAL ESTATE HOLDINGS, LLC**" (hereinafter referred to as the "**Company**").

ARTICLE II - PRINCIPAL OFFICE & MAILING ADDRESS

The street address and mailing address of the principal office of the Company is 133 South WaterSound Parkway, WaterSound, Florida 32461.

ARTICLE III - REGISTERED AGENT

The initial registered agent of the Company is THE ST. JOE COMPANY, a Florida corporation, and the street address of the Company's initial registered agent is 133 South WaterSound Parkway, WaterSound, Florida 32461.

Having been named as registered agent and to accept service of process for the above-stated Company at the place designated in these Articles, the undersigned hereby 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605 of the Florida Statutes.

THE ST. JOE COMPANY

By: 

Kenneth M. Borick, its Secretary

Date: August 29, 2016

These Articles of Organization are hereby executed by the undersigned Authorized Representative of the Company.

TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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FILED


Kenneth M. Borick
Authorized Representative