

ATTORNEY AT LAW

JAMES C. BARTH

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March 12, 1998

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

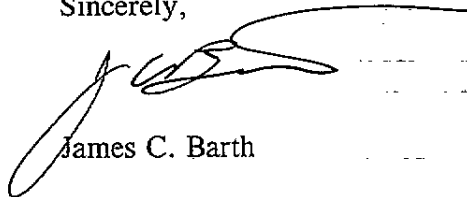
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RE: Good Tidings I, L. C.

Dear Sir or Madam:

Enclosed are the original Articles Of Organization for Good Tidings I, L.C., Affidavit Of Membership And Contributions and Statement Designating Registered Agent And Office. I am also enclosing a check in the amount of \$285.00 to cover the costs of filing the limited liability company. If you have any questions or need anything further, please give me a call.

Sincerely,


James C. Barth

JCB/tlk

Enclosures

cc. Mr. Edward M. Goss, Jr.

Name Availability	3/17/98 dce
Document Examiner	DCC
Updater	DCC
Initiator Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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AUTHORIZATION BY PHONE TO
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DATE 3/17/98
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ARTICLES OF ORGANIZATION

OF

GOOD TIDINGS I, L.C.

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 Good Tidings I, L. C., and its principal office shall be located at 5344 Gauley River Drive, in the City of Stone Mountain, County of DeKalb, State of Georgia, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. Mailing address is the same.

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 any activity or business authorized under the Florida Statutes.
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.
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.

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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 to 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.

The several clauses contained in this statement of the general nature of the business of 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.

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. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

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ARTICLE IV

MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Edward M. Goss, Jr. and Shirley B. Goss
5344 Gauley River Drive
Stone Mountain, Georgia 30087

E. J. Mathis and Joan G. Mathis,
Trustees of the E. J. Mathis and Joan G. Mathis
Living Trust
550 Crabapple Lane
Arden, North Carolina 28704

Ron Cowley and Marcella Cowley
149 Katydid Lane
Murryville, Georgia 30564

Greg Tillery and Melonie Tillery
1000 Ticknor Road
Doerun, Georgia 31744

David G. Stroup, Jr.
736 Eagle Mill Court
Marietta, Georgia 30068

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. 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 with unanimous written consent of all members.

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 members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$32,615.85 cash shall be paid to the limited liability company by the nine members as follows: Edward M. and Shirley B. Goss, \$6,523.17; E. J. and Joan

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G. Matthis, Trustees of the E. J. Mathis and Joan G. Mathis Living Trust, \$6,523.17; Ron and Marcella Cowley, \$6,523.17; Greg and Melonie Tillery, \$6,523.17; and David G. Stroup, Jr., \$6,523.17. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions as listed above.

ARTICLE VII

PROFITS AND LOSSES

(a) **Profit Sharing.** The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows: Edward M. and Shirley B. Goss, 20%; E. J. Mathis and Joan G. Mathis, Trustees of the E. J. Mathis and Joan G. Mathis Living Trust, 20%; Ron and Marcella Cowley, 20%; Greg and Melonie Tillery, 20%; and David G. Stroup, Jr., 20%. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being March 15, 1998.

(b) **Losses.** All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares: Edward M. and Shirley B. Goss, 20%; E. J. Mathis and Joan G. Mathis, Trustees of the E. J. Mathis and Joan G. Mathis Living Trust, 20%; Ron and Marcella Cowley, 20%; Greg and Melonie Tillery, 20%; and David G. Stroup, Jr., 20%.

ARTICLE VIII

DURATION

This limited liability company shall exist until have a perpetual existence, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX


INITIAL REGISTERED OFFICE AND REGISTERED AGENT

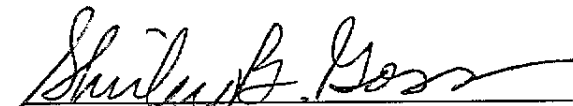
The address of the initial registered office of the limited liability company is 30 South Shore Drive, City of Destin, County of Walton, State of Florida, and the name of the company's initial registered agent at that address is James C. Barth.

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The undersigned, being two of the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Good Tidings I, L. C.

Executed by the undersigned on this 11th day of March, 1998.


EDWARD M. GOSS, JR.


SHIRLEY B. GOSS

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF GEORGIA
COUNTY OF DEKALB

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member of Good Tidings I, L.C. deposes and says:

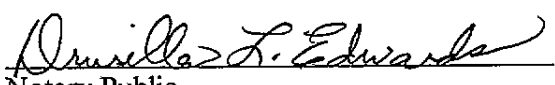
1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$32,615.85.
3. If any, the agreed value of property other than cash contributed by the members is \$200,016.54. A description of the property is as follows: Unit 8512 Turnberry Villas, Phase I, 8512 Turnberry Court, Destin, Walton County, Florida.
4. The total amount of cash or property anticipated to be contributed by the members is \$232,632.39. This total includes the amounts from 2 and 3 above.


EDWARD M. GOSS, JR.

STATE OF GEORGIA
COUNTY OF DEKALB

The foregoing instrument was acknowledged before me this 10th day of March 1998, by EDWARD M. GOSS, JR., on behalf of Good Tidings I, L.C., a limited liability company. He is personally known to me or has produced His Driver License as identification.

Affix Seal:


Notary Public

Notary Public, Gwinnett County, Georgia.
My Commission Expires June 7, 1999

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STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF WALTON

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Good Tidings I, L.C.

The name of the registered agent for Good Tidings I, L.C. is James C. Barth, and the street address of the company's principal office where the agent is located is 30 South Shore Drive.

This statement is to acknowledge that, as indicated above, Good Tidings I, L.C. has appointed me, James C. Barth, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated March 12, 1998.


JAMES C. BARTH

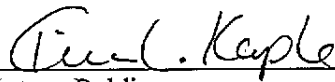
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STATE OF FLORIDA
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 12th day of March 1998, by JAMES C. BARTH, agent on behalf of Good Tidings I, L.C., a limited liability company. He is personally known to me or has produced _____ as identification.



Tina L. Kaple
MY COMMISSION # CC707706 EXPIRES
January 12, 2002
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public