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RENCE: 032844 7131731

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: November 16, 1998

ORDER TIME : 11:26 AM

ORDER NO. : 032844-005

CUSTOMER NO: 7131731

Mr. W. Christopher Hart CUSTOMER:

CLARK PARTINGTON HART LARRY CLARK PARTINGTON HART LARRY 151 Regions Way, Suite 6a

Destin, FL 32541

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DOMESTIC FILING

NAME: BM6, L.L.C.

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EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

Sara Lea CONTACT

Name Availability

EXAMINER'S INITIALS:

Examiner / Updater

Document

ე (a.er Verifyer

Acknowledgemen

W. P. Verifyer



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 17, 1998

CSC CORPORATION COMPANY

SUBJECT: BM6, L.L.C.

Ref. Number: W98000025803

RESUBMIT

Please give original submission date as file date.

SECRETARY OF STATE DIVISION OF CORPORATIONS

We have received your document for BM6, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement is not sufficient.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges Document Specialist Letter Number: 898A00055151

98 NIV 18 AM II: 24

ARTICLES OF ORGANIZATION OF

BM6, L.L.C.

The undersigned, ASSET RESOURCE MANAGEMENT, INC., a Florida corporation, hereby presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I

The name of the limited liability company is:

BM6, L.L.C.

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing address and street address of the principal office of the limited liability company (the "Company") is 39987 Emerald Coast Parkway, Destin, FL 32541.

ARTICLE III - PURPOSES AND POWERS

The Company is organized for the sole purpose of the development and sale of that certain condominium project located in Blue Mountain Beach, Walton County, Florida consisting of certain improvements containing approximately 46 condominium units, and each and every other appurtenant thereto.

ARTICLE IV - TERM OF EXISTENCE

The Company shall continue in existence until the expiration of the warranty period on the condominium project described in

SECRETARY OF STATE

Article III, as that warranty period is defined in Section 718.203, Fla. Stat. (1998); or upon the occurrence of an Event of Dissolution as that term is defined in Section 8.2 of the Regulations of BM6, L.L.C. It is contemplated that this warranty period will expire no later than five (5) years from the date of formation of the Company.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this limited liability company shall be 39987 Emerald Coast Parkway, Florida 32541, and the name of the initial registered agent of this limited liability company at that address is James A. Sharpe.

ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by a Manager grant who shall serve as Manager and who qualifies in accordance with the regulations of this limited liability company is as follows:

Asset Resource Management, Inc., a Florida corporation

RTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

Except where a Member has received a bona fide offer to purchase a Member's Membership Interest, the offer has been offered

to the other Members of the Company, and the Members declined to purchase the Membership Interest on the terms offered by the third party, the decision to admit a new Member into the Company, or to allow a Member to sell, assign, gratuitously transfer, devise or otherwise transfer (with or without consideration) his or her Membership Interest shall require the consent of all of the Members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The term of the business shall be that set forth in Article IV herein, and it shall not be affected by 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 Company.

ARTICLE IX - RESTRICTION ON MEMBERSHIP

A member's interest in the limited liability company may not be sold or otherwise transferred except in the manner prescribed in Section 7.2 of the Regulations of the Company.

ARTICLE X - COMMENCEMENT OF EXISTENCE

The date for commencement of this limited liability company's existence shall be November 17, 1998.

ARTICLE XI - AMENDMENT

This limited liability company reserves the right to amend

these Articles of Organization upon the approval of the Members holding at least eighty percent (80%) of the Profits Interests in the Company in accordance with Section 3.3 of the Regulations.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on the date set forth below.

MEMBER:

ASSET RESOURCE MANAGEMENT, INC., a Florida corporation

By:

JAMES A. SHARPE

Its President

Date:

1998

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of BM6, L.L.C. Further, I am familiar with and accept the duties and obligations of such designation.

JAMES A. SHARPE

Dāte:

1998

MANAGING MEMBER:

ASSET RESOURCE MANAGEMENT, INC., a Florida Corporation

day of November, 1998, by ASSET SWORN TO AND SUBSCRIBED before me this RESOURCE MANAGEMENT, INC., by James A. Sharpe as President, who (1) is personall known to me, or () has produced as identification, bearing identification number_

> CC614631 My Commission Expires MARICH 11, 2001 W.C. HART

[Print, Type, or Stamp Name of Notary Public]

Ömmission Number:

My Commission Expi

W.C. HART My Commission Expires MARCH 11, 2001 CC614631

[NOTARIAL SEAL]