

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L98 000000 3490

Brown/McHugh Investment,
L.C.

800002726238--7
-12/30/98--01046--020
****337.50 ****337.50

~~11/18-27212~~

00781-00524-00671

Desc. of
Property

L98-
3490

Signature _____

Requested by: LS

12/30/98 10:25
Date Time

Name _____

Walk-In _____ Will Pick Up _____

- _____ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- ☒ _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ _____ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 31 AM 10 29



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 30, 1998

CAPITAL CONNECTION, INC.

SUBJECT: BROWN/MCHUGH INVESTMENT, L.C.
Ref. Number: W98000029212

We have received your document for BROWN/MCHUGH INVESTMENT, 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):

Please provide a description of the property contributed by the members, as stated on the affidavit.,

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: 098A00061026

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ARTICLES OF ORGANIZATION
OF
Brown/McHugh Investment, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Brown/McHugh Investment, L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address of the company shall be Post Office Box 9218, Panama City Beach, Florida 32417, and street address of the principal office of the company shall be 8069 County Highway 30-A, Panama City Beach, Florida 32413.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is James Brown, 8069 County Highway 30-A, Panama City Beach, Florida 32413.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

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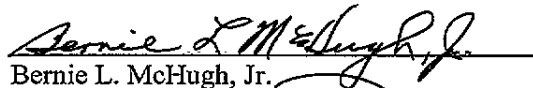
The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

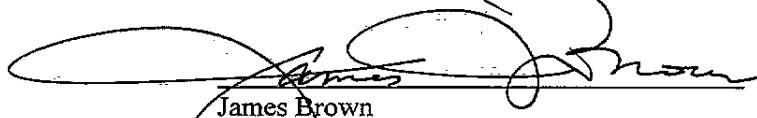
ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

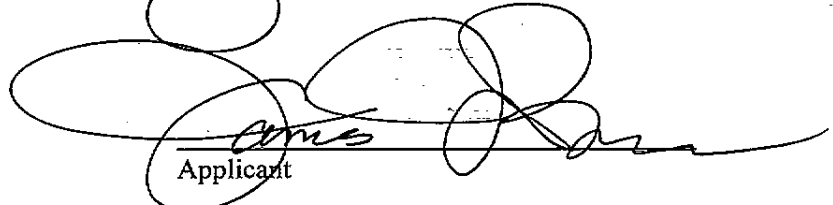
NAME	ADDRESS
Bernie L. McHugh, Jr.	Post Office Box 9218 Panama City Beach, Florida 32417
James Brown	Post Office Box 9218 Panama City Beach, Florida 32417

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Santa Rosa Beach, Florida, on this 4th day of August, 1998.

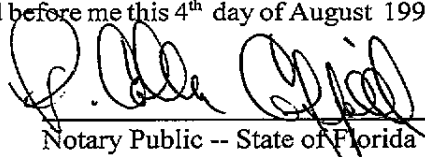

Bernie L. McHugh, Jr.

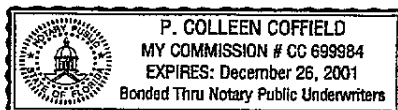

James Brown

STATE OF FLORIDA
COUNTY OF WALTON


Applicant

Sworn to (or affirmed) and subscribed before me this 4th day of August 1998, by James Brown, who is personally known to me.


Notary Public -- State of Florida



Print, Type, or Stamp
Commissioned Name of Notary Public

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Brown/McHugh Investment, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and 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 his or her duties, and is familiar with and accept the obligations of the position of registered agent.


James Brown, Registered Agent

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Brown/McHugh Investment, L.C., deposes and says:

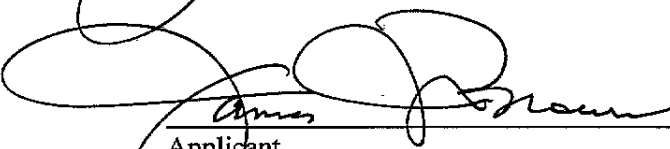
1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) is \$455,000.00
3. If any, the agreed value of property other than cash contributed by member(s) is \$455,000.00. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by members(s) is \$910,000.00.
This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

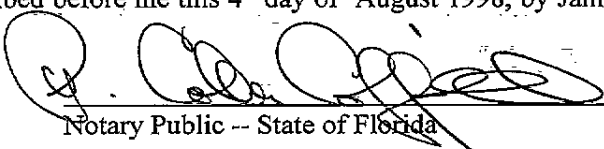
Dated: August 4, 1998

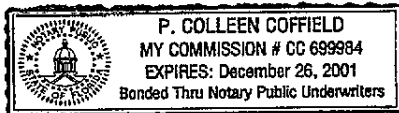
STATE OF FLORIDA
COUNTY OF WALTON


James Brown


Applicant

Sworn to (or affirmed) and subscribed before me this 4th day of August 1998, by James Brown, who is personally known to me.


Notary Public -- State of Florida



Print, Type or Stamp
Commissioned Name of Notary Public

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12/28/1998

FILED AND RECORDED
DATE 12/16/98 TIME 12:57

DAN BODIFORD
CO:WALTON

CLERK
ST:FL

Parcel ID #: 27-3S-18-16000-013-0000

DOC STAMPS
INTANG TAX

.70
.00

WARRANTY DEED

RECORD VERIFIED
BY Indy Jones DC

THIS INDENTURE, made this 8th day of July, 1998. Between
BERNIE L. McHUGH, JR. and wife, NANCY BRIDGES McHUGH

whose post office address is 32 Gulf Shore Drive
of the County of Walton, State of Florida, grantor, and

BROWN/McHUGH INVESTMENT, L.C., a Florida limited liability company

whose post office address is Post Office Box 9218, Panama City Beach, Florida 32417
of the County of Walton, State of Florida, grantee,

WITNESSETH that said grantor, for and in consideration of the sum of ten (10) dollars, and other good
and valuable considerations to said grantor in hand paid by said grantee, the receipt whereof is hereby
acknowledged, has granted, bargained and sold to the said grantee, and grantee's heirs and assigns
forever, the following described land, situate, lying and being in Walton County, Florida, to-wit:

See attached Exhibit "A"

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CO:WALTON ST:FL

and said grantor does hereby fully warrant the title to said land, and will defend the same against lawful
claims of all persons whomsoever.

IN WITNESS WHEREOF, grantor has hereunto set grantor's hand and seal the day and year first above
written. Signed, sealed, and delivered in our presence:

P. Colleen Coffield
Witness #1

Bernie L. McHugh, Jr.
Grantor

P. Colleen Coffield
(print or type name)

BERNIE L. McHUGH, JR.
(print or type name)

Jonathan Fehl
Witness #2

Nancy Bridges McHugh
Grantor

Jonathan Fehl
(print or type name)

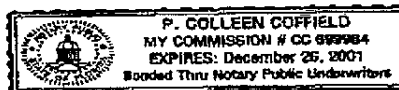
NANCY BRIDGES McHUGH
(print or type name)

STATE OF
COUNTY OF

THE FOREGOING INSTRUMENT was acknowledged before me this 6th day of August, 1998 by
Bernie L. McHugh Jr. & Nancy who is(are) personally known to me or who has produced
as identification. Bernie L. McHugh

My commission expires:
Notary Public

This document prepared by:
P. Colleen Coffield
Collier & Coffield, Attorneys at Law
1719 South County Highway 393
Santa Rosa Beach, Florida 32459



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EXHIBIT "A"

FROM A CONCRETE MONUMENT MARKING THE INTERSECTION OF THE EAST LINE OF THE WEST HALF OF THE EAST HALF OF THE NORTHEAST QUARTER OF FRACTIONAL SECTION 27, TOWNSHIP 3 SOUTH, RANGE 18 WEST WITH THE SOUTH R/W LINE OF FLORIDA STATE ROAD NO. 8-30-A; RUN THENCE SOUTH ALONG THE AFOREMENTIONED LINE, A DISTANCE OF 278.23 FEET TO THE POINT OF BEGINNING; THENCE RUN NORTH 70 DEGREES 44 MINUTES WEST, A DISTANCE OF 67.75 FEET; THENCE RUN SOUTH 213.29 FEET TO A POINT ON THE WATER'S EDGE OF THE GULF OF MEXICO; THENCE RUN SOUTH 70 DEGREES 44 MINUTES EAST ALONG SAID WATER'S EDGE, A DISTANCE OF 68.00 FEET TO THE EAST LINE OF THE WEST HALF OF THE EAST HALF OF THE NORTHEAST QUARTER OF FRACTIONAL SOUTHWEST QUARTER OF SECTION 27, TOWNSHIP 3 SOUTH, RANGE 18 WEST; THENCE NORTH 213.29 FEET ALONG SAID LINE TO THE POINT OF BEGINNING, ALL BRING A PART OF GOVERNMENT LOT 1, SECTION 27, TOWNSHIP 3 SOUTH, RANGE 18 WEST.

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