

L99000000111

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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***285.00 ***285.00

CORPORATION(S) NAME

HCGCB, L.C.

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DIVISION OF CORPORATIONS
99 JAN +6 AM 11:34

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input checked="" type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> US
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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W. P. Verifier _____

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 6, 1999

CT CORP. SYSTEM

TALLAHASSEE, FL

SUBJECT: HCGCB, L.C.
Ref. Number: W99000000294

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We have received your document for HCGCB, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 199A00000541

Please back-date
Thanks
JMB

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DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION

FOR

HCGCB, L.C.

Article I - Name:

The name of the limited liability company is:

HCGCB, L.C. (the "Company").

Article II - Duration:

The period of duration for the Company shall be:

The term of the Company shall commence on the date these Articles of Organization are filed with the Secretary of State of Florida and shall continue for thirty (30) years thereafter, unless earlier dissolved in accordance with the Florida Limited Liability Company Act.

Article III - Address:

The mailing address and street address of the principal office of the Company is:

1380 West Paces Ferry Road, N.W.
Atlanta, Georgia 30327

Article IV - Initial Registered Agent:

Pursuant to the Certificate of Designation of Registered Agent/Registered Office, attached hereto, the name and street address of the initial registered agent of the Company is:

Mr. Jamie V. Forbes

35008 Emerald Coast Parkway
Suite 400
Destin, Florida 32541

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Article V - Admission of Additional Members:

The right of the remaining members to admit additional members and the terms and conditions of the admission shall be:

Additional Members may be admitted to the Company by the unanimous decision of all the Members. However, any newly admitted Member must agree to abide by the Operating Agreement of the Company. All such Members shall also determine the capital contribution, if any, required of such additional Member, and such additional Member's Capital Account and participation in the net income of the Company.

Article VI - Members Rights to Continue Business:

The right of the remaining members of the Company to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member the Company shall be:

Pursuant to Section 13.1 of the Operating Agreement of the Company, the Company shall be dissolved upon the occurrence of any of the following events:

- (a) The expiration of the period fixed for the duration of the Company as set out in these Articles of Organization and in Section 2.4 of the Operating Agreement of the Company.
- (b) The Members unanimously agree in writing to dissolve the Company.
- (c) All of the Property (as defined in Section 1.14 of the Operating Agreement of the Company) has been conveyed to parties other than Hardin Construction Group, Inc. or Crystal Beach Partners, L.C. or affiliates of such companies.

Article VII - Management:

The Company is to be managed by a manager and the name and address of such manager who is to serve as the manager is:

Hardin Construction Group, Inc.
1380 West Paces Ferry Road, N.W.
Atlanta, Georgia 30327
Attention: Mr. Brantley Barrow
Mr. Robert D. Smith

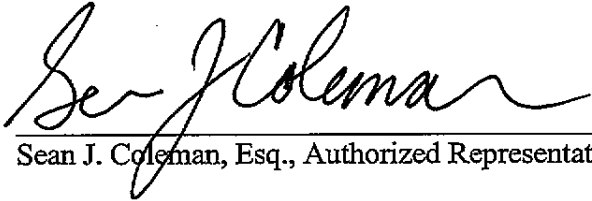
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Article VIII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of HCGCB, L.P. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 100.00
- 3) If any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a part hereto); and \$ 2,485,896.00
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 2,585,896.00

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 6th day of January, 1999.


Sean J. Coleman, Esq., Authorized Representative

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Description of Property

The three (3) condominium units identified as Units 705, 706 and 707, in that certain Condominium known as "Summerchase at Crystal Beach", as such Condominium was established by Declaration of Condominium filed in Deed Book 2078, page 1470, Deed Book 2107, page 219, and Deed Book 2113, page 2353, Okaloosa County records, as well as any and all interest or rights which the Company has in Unit 103 of such Condominium.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: HCCCB, L.C.

2. The name and address of the registered agent and office is:

CRYSTAL BEACH PARTNERS, L.C.
JAMIE FORDES, III

(Name)

35008 EMERALD COAST PARKWAY, #400

(P.O. Box not acceptable)

DESTIN, FL 32541

(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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.

(Signature)

(Date)

FILING FEE: \$ 35 for Designation of Registered Agent