

THOMAS M. BRADY

Tel./Fax (850) 432-6181

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Re: Articles of Organization of Grubbs-Rutland Builders, L.C.

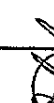
Please file the enclosed Articles of Organization. My checks for the \$250.00 filing Fee and \$35 registered agent registration fee are enclosed.

Please return a conformed copy.

Sincerely yours,

Thomas M. Brady

cc: Client

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
v. P. Verifier	

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SECRET
DIVISION OF INVESTIGATION

ARTICLES OF ORGANIZATION
OF
GRUBBS-RUTLAND BUILDERS, L.C.,
a Florida Limited Liability Company

ARTICLE ONE - NAME

The name of the Limited Liability Company is:

GRUBBS-RUTLAND BUILDERS, L.C.

ARTICLE TWO - DURATION

This Limited Liability Company shall have perpetual existence.

ARTICLE THREE - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial principal office of this Limited Liability Company is 400 Gulf Breeze Parkway, Suite 201, Gulf Breeze FL 32561 and its mailing address is P. O. Box 727, Gulf Breeze FL 32562.

ARTICLE FOUR - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this Limited Liability Company is William J. Grubbs, Jr. whose street address is 400 Gulf Breeze Parkway, Suite 201, Gulf Breeze FL 32561 which is also the address of the initial registered office.

ARTICLE FIVE - THE RIGHT TO ADMIT NEW MEMBERS

The right to admit new members is reserved solely to a majority vote of the members.

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DIVISION OF CORPORATIONS
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ARTICLE SIX - MEMBERS RIGHT TO CONTINUE BUSINESS

The remaining members of this Limited Liability Company may continue its business upon 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.

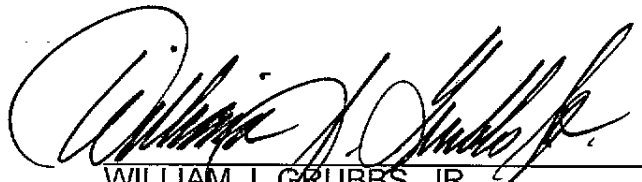
ARTICLE SEVEN - MANAGEMENT

This Limited Liability Company will be managed by the members and the name and address of the managing members are William J. Grubbs, Jr., 400 Gulf Breeze Parkway, Gulf Breeze FL 32561 and James W. Rutland, III, 4142 Carmichael Court, Montgomery AL 36106. Either or both managing members may contract debt and obligations for the limited liability company.

ARTICLE EIGHT - AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

An affidavit as to membership in this Limited Liability Company and the members' current and anticipated capital contributions is attached hereto.

DATED: January 19, 1999.


WILLIAM J. GRUBBS, JR.
Member


Per *Florida Statute* 608.408(3), the execution of this certificate by the above member constitutes an affirmation under the penalties of perjury that the facts stated therein are true.

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

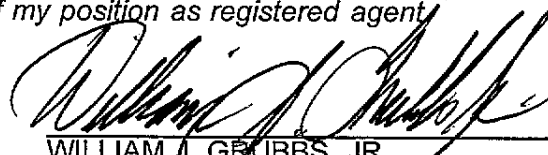
PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is GRUBBS-RUTLAND BUILDERS, L.C.
2. The name and the Florida street address of the registered agent is:

William J. Grubbs, Jr.
400 Gulf Breeze Parkway, Suite 201
Gulf Breeze FL 32561


WILLIAM J. GRUBBS, JR.
Member

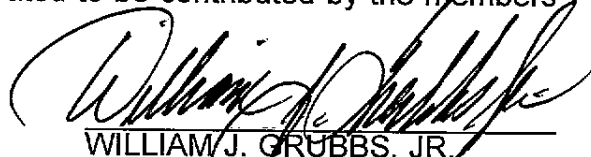
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.


WILLIAM J. GRUBBS, JR.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of GRUBBS-RUTLAND BUILDERS, L.C., a Florida Limited Liability Company certifies:

1. The above named Limited Liability Company has at least one member.
2. The total amount of cash contributed by the members is \$5,000.00.
3. The agreed value of property other than cash contributed by the members is \$5,000.00 and such property is generally described as: automobiles and office equipment.
4. The total of cash and property anticipated to be contributed by the members is \$10,000.00.


WILLIAM J. GRUBBS, JR.
Member

Per *Florida Statute* 608.408(3), the execution of this affidavit by the above member constitutes an affirmation under the penalties of perjury that the facts stated therein are true.