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Florida Department of State  
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## LIMITED LIABILITY COMPANY

HIGHSMITH CONSTRUCTION, L.C.

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Estimated Charge	\$293.75

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ARTICLES OF ORGANIZATION  
OF  
HIGHSMITH CONSTRUCTION, 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 HIGHSMITH CONSTRUCTION, L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 106 Hombre Circle, Panama City Beach, Florida 32407.

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 terminate not later than March 9, 2019, 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 Michael D. Highsmith, 106 Hombre Circle, Panama City Beach, Florida 32507.

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.

Sharon Dinwiddie, Esq.  
Florida Bar No. 0104558  
BURKE & BLUE, P.A.  
100 St. Charles Place, Ste 300  
Destin, FL 32541  
(850) 267-9498

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#### 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

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.

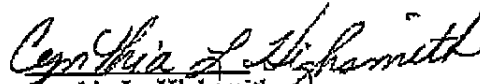
#### ARTICLE IX -- MANAGEMENT

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
Michael Highsmith	106 Hombre Circle Panama City Beach, FL 32407
Cynthia L. Highsmith	106 Hombre Circle Panama City Beach, FL 32407

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Destin, Florida, on this 9th day of March, 1999.

  
Michael D. Highsmith

  
Cynthia L. Highsmith

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STATE OF FLORIDA  
COUNTY OF WALTON

Sworn to (or affirmed) and subscribed before me this 9th day of March, 1999, by Michael D. Highsmith,  
who produced \_\_\_\_\_ as identification or is personally known to me.



*Sharon Dinwiddie*  
Notary Public — State of Florida

STATE OF FLORIDA  
COUNTY OF WALTON

Sworn to (or affirmed) and subscribed before me this 9th day of March, 1999, by Cynthia L. Highsmith,  
who produced \_\_\_\_\_ as identification or is personally known to me.



*Sharon Dinwiddie*  
Notary Public — State of Florida

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**EXHIBIT A TO ARTICLES OF ORGANIZATION  
DESCRIPTION OF CAPITAL CONTRIBUTIONS**

Michael D. Highsmith.....\$10.00

Cynthia L. Highsmith.....\$10.00

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### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of HIGHSMITH CONSTRUCTION, 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.

  
Michael D. Highsmith  
Registered Agent

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### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of HIGHSMITH CONSTRUCTION, L.C., deposes and says:

1. The above named limited liability company has two (2) members.
  2. The total amount of cash contributed by the members is \$20.00.
  3. At this time, it is not anticipated that additional capital contributions will be made by any member.
  4. The total amount of cash or property anticipated to be contributed by members is \$20.00.
- This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

This the 15<sup>th</sup> day of March, 1999.

*Cynthia L. Highsmith*  
CYNTHIA L. HIGHSMITH

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STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of March, 1999, by CYNTHIA L. HIGHSMITH, who is personally known to me.



*Sharon Dinwiddie*  
SHARON DINWIDDIE  
(Print Name)

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