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May 6, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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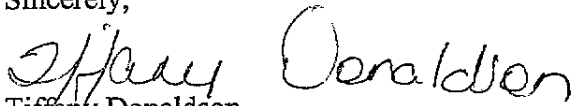
RE: Articles of Organization for GEM of Destin L.L.C.

L99 - 2801

Dear Sir or Madam:

Enclosed please find the original Articles of Organization, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced limited liability company. Also enclosed is a check in the amount of \$285.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,

Tiffany Donaldson
Legal Assistant for
Joseph M. Scheyd, Jr.

/tjd

Enclosures

4/5/14
FILED
99 MAY 13 PM 1:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is: GEM Of Destin L.L.C.

ARTICLE II - ADDRESS

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

Mailing Address:	Street Address:
80 East Highway 30-A	80 East Highway 30-A
Grayton Beach, FL 32459	Grayton Beach, FL 32459

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be a period of fifty (50) years from its date of organization.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by a manager or managers and the names and address of such managers who are to serve as initial managers are:

Anthony Derck
80 East Highway 30-A
Grayton Beach, Florida 32459

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The terms and conditions of the admission of additional members requires the unanimous written consent of the existing members. Any transfer of membership interest without unanimous written consent will result in the transferee having no right to participate in the management of business affairs or to any of the rights of membership, but only to receive the share of profits attendant to the transferred interest.

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9 MAY 13 PM 1:05
CLERK OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, expulsion, or bankruptcy of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining Members shall have the right either to purchase the interest of the terminating member in the limited liability company or to terminate and liquidate the business, pursuant to the Regulations of the limited liability company.

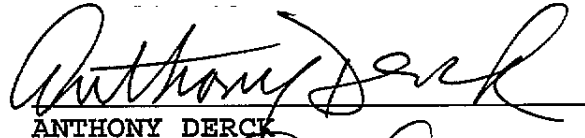
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

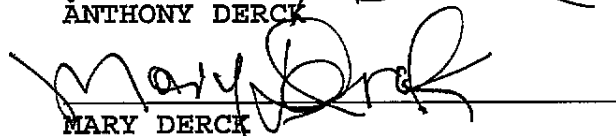
The undersigned members of GEM of Destin L.L.C. depose and say:

1. The above named limited liability company has at least two (2) members.


2. The total amount of cash contributed by the member(s) is \$300,000.00. No other contributions of property are made.

3. The total amount of cash or property anticipated to be contributed by the members is \$300,000.00. This total includes amounts from 2 and 3 above.


ANTHONY DERCK


MARY DERCK

Before me, the undersigned authority personally appeared ANTHONY DERCK and MARY DERCK, personally known to me or who produced _____ as identification, and executed the within document for purposes stated therein.

 SUBSCRIBED AND SWORN to before me this 5 day of May, 1999.


Notary Public

My Commission Expires: _____

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99 MAY 13 PM 1:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Joseph M. Scheyd, Jr.
MY COMMISSION EXPIRES
JUNE 22 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

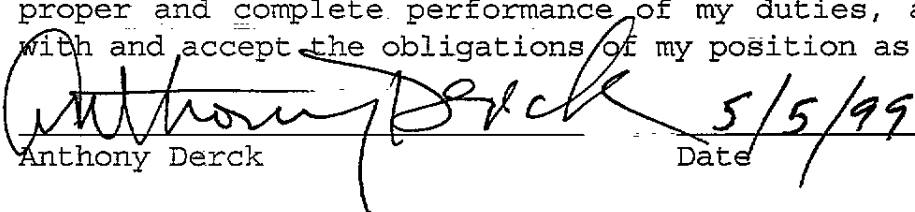
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is GEM of Destin L.L.C.

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

Anthony Derck
80 East Highway 30-A
Grayton Beach, Florida 32459

Having been named as registered agent and to accept service of process for the above stated limited liability 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.


Anthony Derck

Date

5/5/99

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 MAY 13 PM 1:05

FILED