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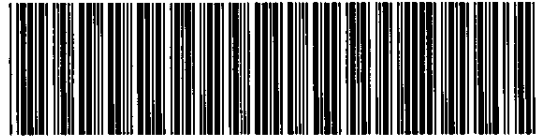
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\*ALSO ADMITTED IN GEORGIA

November 28, 2006

Corporate Records  
Florida Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Articles of Organization  
Balboa Properties, LLC  
Red Hills Realty & Investments, LLC  
El Prado Management, LLC

Dear Sir or Madam:

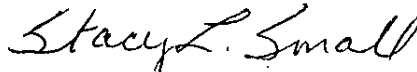
Enclosed are the originals and one copy of the subject Articles of Organization for the above-referenced entities. Upon filing, please return one certified copy of the Articles to our office.

A check from my client in the amount of \$465.00 is enclosed as payment of the following fees:

Filing fees	\$300.00
Registered Agent Designation	75.00
Certified Copy	<u>90.00</u>
	\$465.00

Your assistance in this matter is appreciated.

Sincerely,



Stacy L. Small  
Paralegal

Enclosures

06 NOV 28 AM 8:37  
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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**

**OF**

**BALBOA PROPERTIES, LLC**

**FILED**  
06 NOV 28 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I-Name and Principal Place of Business**

The name of the limited liability company shall be **BALBOA PROPERTIES, LLC** (hereinafter the "Company"). The principal place of business and mailing address of the Company shall be 8125 Blue Quill Trail, Tallahassee, Florida 32312.

**ARTICLE II-Duration**

The Company shall commence its existence on the date these Articles of Organization are filed with and accepted 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 and the Regulations of the Company.

**ARTICLE III-Purposes and Powers**

The general purpose for which the Company is organized is to own and manage real property; however it shall be able to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV-Registered Office and Agent**

The name and street address of the registered agent of the Company in the State of Florida is Susan S. Thompson, 3520 Thomasville Road, Tallahassee, Florida 32309.

**ARTICLE V - Members Rights to Continue Business**

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 in the Company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members, provided there is at least one remaining member.

**ARTICLE VI-Termination of Existence**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or upon 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 is at least one remaining member.

**ARTICLE VII - Admission of New Members**

Except as set forth in the regulations, 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

**ARTICLE VIII-Management**

The Company is to be managed by one manger or more managers and is therefore, a manager-managed company. The company shall be managed by the managers 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 name and address of the sole member of the company is:

**NAME:**

**ADDRESS:**

Wade L. Heaton

8125 Blue Quill Trail  
Tallahassee, Florida 32312

**ARTICLE IX-Regulations**

The power to adopt, alter, amend, or repeal the Regulations of the Company is vested in the manager or managers of the Company.

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member have made and subscribed these Articles of Organization at Tallahassee, Florida, for the foregoing uses and purposes this 28<sup>th</sup> day of November, 2006.

**WITNESSES:**

Kelley J. Tucker  
Print Witness Name: Kelley J. Tucker

Raleigh Keating  
Print Witness Name: Raleigh Keating

By: [Signature]  
WADE L. HEATON, Member

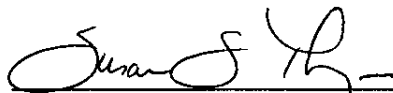
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTIONS 608.415 OF THE FLORIDA LIMITED LIABILITY COMPANY ACT, THE LIMITED LIABILITY COMPANY IDENTIFIED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **BALBOA PROPERTIES, LLC**.
  
2. The name and the Florida street address of the registered agent for **BALBOA PROPERTIES, LLC** are: Susan S. Thompson, 3520 Thomasville Road, Tallahassee, Florida 32309.

*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.*

DATED: 11/25, 2006.

  
\_\_\_\_\_  
SUSAN S. THOMPSON, Registered Agent