

TRANSMITTAL LETTER

L99000001827

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Conservation Centre, L.C.
(Proposed corporate name - must include suffix)

600002825656-2
-03/31/99-01079-019
*****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$8... Filing Fee & Certificate of Status
ADDITIONAL COPY REQUIRED	

APPROVED AND FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAR 31 PM 3:05

RECEIVED

99 MAR 31 PM 2:44

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FROM: Jim MacFarland L99-1827
Name (Printed or typed)

<u>309 Oaks will Ct</u> Address	Availability <u>331</u>
<u>Tallahassee FL 32312</u> City, State & Zip	Document Examiner <u>[Signature]</u>
<u>850 / 386-5283</u> Daytime Telephone number	Updater <u>[Signature]</u>
	Uploader <u>[Signature]</u>
	Verifier <u>[Signature]</u>
	Acknowledgment <u>[Signature]</u>
	W. P. Verifier <u>[Signature]</u>

600002825656-2
-03/31/99-01079-019
*****337.50 *****337.50

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF ORGANIZATION OF
CONSERVATION CENTRE, L.C.

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

99 MAR 31 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE I
NAME

The name of the limited liability company shall be CONSERVATION CENTRE, L.C. ("Company"). the principle place of business of the Company in Florida shall be 2507 Callaway Road, Tallahassee, Florida 32303. The mailing address shall be Post Office Box 38053, Tallahassee, Florida 32315

ARTICLE II
DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier is dissolved as provided in these Articles of Organization.

ARTICLE III
THE PURPOSE AND POWERS

The general purpose for which the Company in organized to acquire, own, develop and manage commercial real estate and 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 James W. MacFarland, 2507 Callaway Road, Tallahassee, Florida 32303.

ARTICLE V
MEMBERS AND CAPITAL CONTRIBUTIONS

The members of the Company, identified below, shall contribute to the capital of the Company the cash or property set forth as follows:

NAME
James W. MacFarland
Silver Run Properties, Inc.
Thomas E. Cavanaugh, President

CAPITAL CONTRIBUTION
\$10,000
\$10,000
Thomas

ARTICLE VI
ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in the regulations adopted by the members or, in lieu thereof, only upon the unanimous consent of all members.

ARTICLE VII
ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)

No additional members shall be admitted to the Company except with the unanimous written consent of 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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
999 MAR 31 PM 3:06

APPROVED
AND
FILED

ARTICLE IX
MANAGEMENT BY MEMBER

The Company shall be managed by a member, and the name and address of the member is:


<u>NAME</u>	<u>ADDRESS</u>
James W. MacFarland	2507 Callaway, Tallahassee, Florida 32303


ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of CONSERVATION CENTRE, L.C., as the registered agent of this limited liability company, hereby consents to his appointment as registered of the Company


JAMES W. MACFARLAND

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Tallahassee, Florida, for the foregoing uses and purposes this 31 day of March, 1999.


JAMES W. MACFARLAND


THOMAS E. CAVANAUGH, President
Silver Run Properties, Inc.

APPROVED
AND
FILED


99 MAR 31 PM 3:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of CONSERVATION CENTRE, L.L.C., deposes and says:

1. The above named limited liability company has at least two (2) members.
2. The total amount of cash contributed by the members is \$20,000.
3. The total property contributed ^{or anticipated} by the members is over \$100,000.


JAMES W. MACFARLAND
ITS MEMBER


COUNTY OF LEON
STATE OF FLORIDA

SWORN TO AND SUBSCRIBED before me this 31st day of March, 1999, by JAMES W. MACFARLAND, as a member of CONSERVATION CENTRE, L.C., who is personally known to me and did/did not take an oath.

(Seal)



Robyn L. Reed
MY COMMISSION # CC725596 EXPIRES
March 17, 2002
BONDED THRU TROY FAIN INSURANCE, INC.


Signature of Notary
Robyn L. Reed
Printed Name of Notary

99 MAR 31 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED