

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

LO10000017724

Terra, LLC

800004638138--2
-10/16/01--01002--027
*****125.00 *****125.00

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

10/16/01

Date

11:12

Time

Walk-In

Will Pick Up

**ARTICLES OF ORGANIZATION
OF
TERRA, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Terra, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 711 Fifth Avenue South, Suite 209, Naples, Florida 34102.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Paul K. Heuerman, Trianon Centre, Third Floor, 850 Parkshore Drive, Naples, Florida 34103.

ARTICLE V -- 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 only transfer his or her interest in the Company as set forth in the Operating Agreement 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 VI -- TERMINATION OF EXISTENCE

Upon 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, the business of the Company may be continued by the consent of the remaining member or members.

ARTICLE VII -- MANAGEMENT

The Company shall be Manager managed. The Operating Agreement may contain any provision 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 initial manager of the Company is:

NAME

Carl M. Nagel

ADDRESS

711 Fifth Avenue South
Suite 209
Naples, Florida 34102

ARTICLE VII - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Naples, Florida, on this 15th day of October, 2001.

ORGANIZER:



Paul K. Heuerman, Organizer
850 Park Shore Drive
Naples, Florida 34103

APPROVED
AND
FILED
OCT 16 PM 2:33
CLERK OF DISTRICT COURT
NAPLES, FLORIDA

STATE OF FLORIDA)
) ss:
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 15TH day of October, 2001, by Paul K. Heuerman, Organizer. He is (✓) personally known to me or () has produced _____ as identification and did take an oath.



Diane L. Komoroski
Commission # CC 978041
Expires Nov. 4, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

Diane L. Komoroski

NOTARY PUBLIC

Name: _____

(Type or Print)

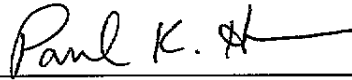
My Commission Expires: _____

01 OCT 15 PM 12:39
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

TERRA, LLC

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Terra, LLC., 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 duties, and is familiar with and accepts the obligations of the position of registered agent.



Paul K. Heuerman
Registered Agent

358417_1

APPROVED
AND
FILED
01 OCT 16 PM 2:33
SECRETARY OF STATE
OFFICE OF THE CLERK