

LO000000/10621

Gardner, Shelton, Duggan, Bist + Menner

Requester's Name

Address

City/State/Zip Phone #

MJH

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
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3. _____ (Corporation Name) (Document #)
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FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 00 SEP -5 AM 10:16

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

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 -09/05/00-01022-009
 ****125.00

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

RECEIVED
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Examiner's Initials

ARTICLES OF ORGANIZATION
OF
INLAND PROPERTIES, L.L.C.

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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 **Inland Properties, L.L.C.** (hereinafter the "Company"). The principal place of business of the Company shall be 1711 East Shotwell Street, Bainbridge, Georgia. The mailing address shall be 1711 East Shotwell Street, Bainbridge, Georgia 31717.

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-Powers

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 Michael P. Bist, 1300 Thomaswood Drive, Tallahassee Florida 32312.

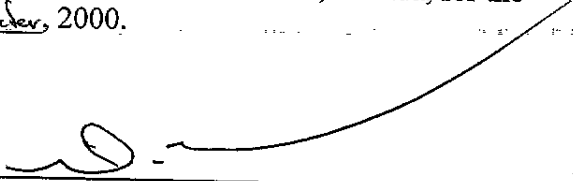
ARTICLE V-Management

The Company is to be managed by one or more managers and is therefore, a manager-managed company.

ARTICLE VI-Regulations

The power to adopt, alter, amend, or repeal the Regulations of the Company is vested in the members of the Company as provided in the Regulations.

IN WITNESS WHEREOF, the undersigned members or authorized representative of a member have made and subscribed these Articles of Organization at Tallahassee, Florida, for the foregoing uses and purposes this 1st day of September, 2000.



MICHAEL W. HARRELL

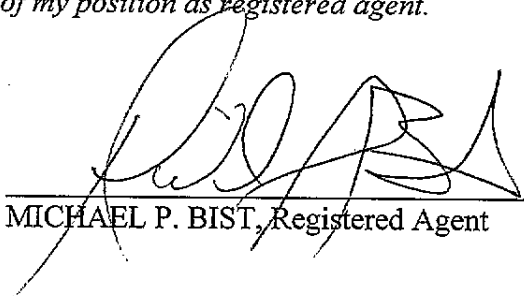
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 **Inland Properties, L.L.C.**
2. The name and the Florida street address of the registered agent for **Inland Properties, L.L.C.** are: Michael P. Bist, 1300 Thomaswood Drive, Tallahassee Florida 32312.

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: September 1, 2000



MICHAEL P. BIST, Registered Agent