

Division of Corporations

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## Florida Department of State

Division of Corporations

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## LIMITED LIABILITY COMPANY

Tierra Capital, LLC

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 5, 2002

WINDERWEEDLE, HAINES WARD & WOODMAN, PA

SUBJECT: TIERRA CAPITAL, LLC  
REF: W02000003413

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE REMOVE ANY REFERENCE TO A CORPORATION. A LIMITED LIABILITY COMPANY IS NOT A CORPORATION.

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt  
Document Specialist

FAX Aud. #: E02000030183  
Letter Number: 002A00007101

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**ARTICLES OF ORGANIZATION  
FOR  
TIERRA CAPITAL, LLC**

**A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned (the "Members") acting as the organizers and as the initial Members of Tierra Capital, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

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**ARTICLE I  
NAME**

The name of the limited liability company is Tierra Capital, LLC.

**ARTICLE II  
PURPOSE AND POWERS**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III  
INITIAL REGISTERED AGENT, REGISTERED OFFICE ADDRESS**

The street address and mailing address of the initial principal office and initial registered office of this Company is 1406 Bentley Cove Court, Winter Springs, Florida 32708 and the name of the initial registered agent of this Company at that address is Charles E. Allison.

**ARTICLE IV  
DURATION**

The Company's existence shall commence on February 5, 2002, and it shall exist perpetually thereafter unless dissolved according to law or the Company's Operating Agreement.

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**ARTICLE V**  
**MANAGEMENT**

The Company shall be managed by one or more managers as provided in the Company's Operating Agreement.

**ARTICLE VI**  
**ADMISSION OF ADDITIONAL MEMBERS**

The Company shall admit new Members as provided in the Operating Agreement of the Company.

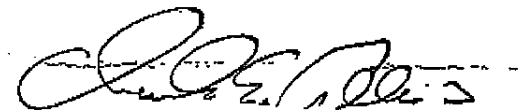
**ARTICLE VII**  
**MEMBERS RIGHTS TO CONTINUE BUSINESS**

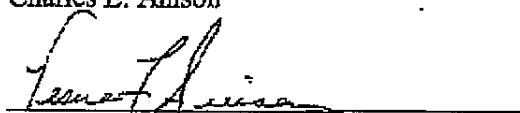
Unless otherwise provided in the Operating Agreement of the Company, the Company shall not be dissolved upon the death, retirement, resignation, expulsion, or bankruptcy of a Member.

**ARTICLE VIII**  
**AMENDMENTS**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

IN WITNESS WHEREOF, the undersigned Members have executed these Articles of Organization as of the 30th day of January, 2002.

  
Charles E. Allison

  
Vesna F. Allison


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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

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 as provided for in Chapter 608, Fla. Stat.



Charles E. Allison

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