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July 10, 2002

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

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-07/12/02--01053--004
****155.00 ****155.00

Dear Sir or Madam:

I am enclosing herewith Articles of Organization of B & T, L.L.C., along with a certificate of designation for registered agent and check in the amount of \$155.00 to cover the costs.

Please file the Articles and provide me with a certified copy at your earliest convenience.

Yours very truly,

William H. Green

WILLIAM H. GREEN

WHG/bb

Enclosures

FILED
02 JUL 12 AM 9:17
TALLAHASSEE, FLORIDA

7/15
MST

ARTICLES OF ORGANIZATION

OF

B & T, LLC

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02 JUL 12 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 B & T, LLC.

ARTICLE II - ADDRESS

The mailing address of the company shall be P.O. Box 155, Florala, Alabama 36442-0155, and the street address of the principal office of the company shall be 669 Fifth Street, Florala, Alabama 36442.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed 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.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office shall be at 480 Gulf Shore Drive, Unit 412, Destin, Florida 32541-5032, and the initial registered agent shall be Betty H. Horton.

ARTICLE V - PURPOSE

The purpose of this organization is to market and sell land and may include the

transaction of any or all lawful business for which the LLC may be formed.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization this 10th day of July, A.D. 2002.

James Thomas Harper

James Thomas Harper
P.O. Box 155
Floral, AL 36442-0155

STATE OF FLORIDA

COUNTY OF WALTON

Sworn to and subscribed before me this 10th day of July, 2002, by James

Thomas Harper, who () is personally known to me or (X) has produced an Alabama Driver's License for identification.

Sara Byers

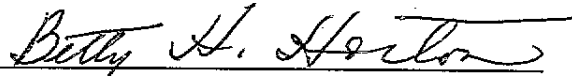
Notary Public
State of Florida at Large
My Commission Expires:



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02 JUL 12 AM 9:17
NOTARY PUBLIC
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of B & T, 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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Betty H. Horton
Registered Agent

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TALLAHASSEE, FLORIDA