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02/02/04

**ANDREWS & DAVIS**  
ATTORNEYS AT LAW  
THE PROFESSIONAL BUILDING  
694 BALDWIN AVENUE, SUITE 1  
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DEFUNIAK SPRINGS, FLORIDA 32435

ANGUS G. ANDREWS  
MARK D. DAVIS

TELEPHONE (850) 892-5838  
FACSIMILE (850) 892-5837

January 27, 2004

The Department of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

**Re: *Walton Woodland Lands, LLC***

Dear Division of Corporation:

Enclosed is an original and one copy of the Articles of Organization for the above referenced company. A check in the amount of \$125.00 is enclosed for the filing fee and a certified copy of the articles.

Thank you for your prompt attention to this matter. If you have any questions or concerns, please do not hesitate to contact me.

Regards,

  
Mark D. Davis  
Andrews & Davis

MDD.sjd

Enclosure(s)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF ORGANIZATION OF WALTON WOODLAND LANDS, L.L.C., LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

**ARTICLE I c Name:**

The name of the limited liability company (hereinafter referred to as the "Company") is Walton Woodland Lands, L.L.C.

**ARTICLE II c Address:**

The mailing address and street address of the principal office of the Company is: 694 Baldwin Avenue, Suite 1, DeFuniak Springs, Florida 32435.

**ARTICLE III c Registered Agent:**

The name and the Florida street address of the initial registered agent are Mark D. Davis, Attorney at Law, Andrews & Davis, 694 Baldwin Avenue, Suite 1, DeFuniak Springs, Florida 32435.

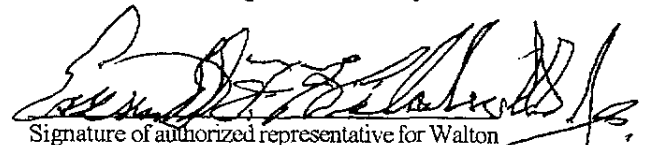
**ARTICLE IV c Members and Management:**

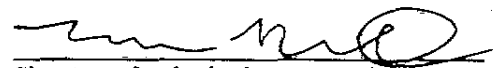
The Company is to be managed by the members. The members of this Company shall be Walton Woodlands, L.L.C., who shall have a 70% interest and Itera Timberland and Development Strategies L.L.C. who shall have a 30% interest.

**ARTICLE V c Limitation on Agency Authority of Members:**

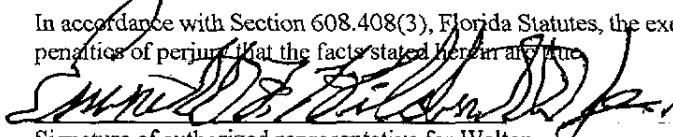
Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 12<sup>th</sup> day of January, 2004.


  
Signature of authorized representative for Walton Woodlands, L.L.C. Emmett F. Hildreth, Jr.

  
Signature of authorized representative for Itera Timberland and Development Strategies LLC

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
Signature of authorized representative for Walton Woodlands, L.L.C.

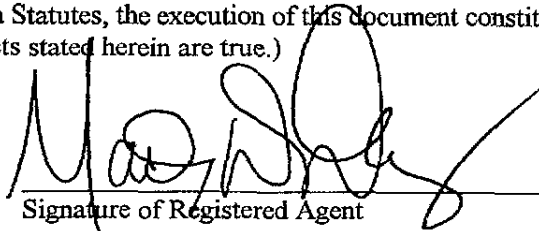
Emmett F. Hildreth, Jr.  
Typed or printed name of signee

  
Signature of authorized representative for Itera Timberland and Development Strategies LLC  
Tim Ritch  
Typed or printed name of signee

**STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT**

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

A handwritten signature in black ink, appearing to read 'Mark D. Davis', is written over a horizontal line.

Signature of Registered Agent

Mark D. Davis

Typed or printed name of signee

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