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To:  
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Fax Number : (850) 205-0383

From:  
Account Name : ROCK CREEK ADVISORS, INC.  
Account Number : I20030000060  
Phone : (904) 393-9020  
Fax Number : (904) 393-9003

LIMITED LIABILITY COMPANY

Tupelo Plantation, LLC

Certificate of Status	1
Certified Copy	0
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## **TUPELO PLANTATION, LLC**

### **ARTICLES OF ORGANIZATION**

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

#### **ARTICLE I. NAME**

The name of the Company is: Tupelo Plantation, LLC

#### **ARTICLE II. ADDRESS**

The mailing address and street of the principal place of business of the Company is:

1200 Riverplace Boulevard  
Suite 902  
Jacksonville, FL 32207

#### **ARTICLE III. DURATION AND CONTINUATION**

The period of duration of the company shall be perpetual, unless terminated in accordance with the Company's Regulations or by unanimous written agreement of all Members of the Company.

#### **ARTICLE IV. REGISTERED AGENT AND OFFICE**

The Company designates 1200 Riverplace Blvd., Suite 902, Jacksonville, Florida 32207 as the street address of the initial registered office of the Company and names Stacy Starling as the Company's initial registered agent at that address to accept service of process within this state.

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#### ARTICLE V. MANAGEMENT

The Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follows:

Ashton Hudson  
1200 Riverplace Blvd.  
Suite 902  
Jacksonville, Florida 32207

The initial Manager shall serve in such capacity until the first annual meeting of the Members or until its successor is duly elected and qualified.

#### ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

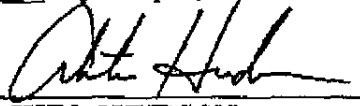
#### ARTICLE VII. MEMBERS RIGHTS TO CONTINUE BUSINESS

The Members shall have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the limited liability company in the manner set forth in the Regulations of the Company.

#### ARTICLE VIII. REGULATIONS

The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned Authorized Representative of the Company hereunto sets his hand and seal this 13 day of April, 2004.

  
ASHTON HUDSON,  
AUTHORIZED REPRESENTATIVE

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**TUPELO PLANTATION, LLC**

**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, Tupelo Plantation, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the State of Florida.

1. The name of the Company is: Tupelo Plantation, LLC
2. The name of the registered agent and the address of the registered office are:

NAME: Stacy Starling

ADDRESS: 1200 Riverplace Boulevard  
Suite 902  
Jacksonville, Florida 32207

*Having been named as registered agent and to accept service of process for the above named 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.*

Stacy Starling  
Stacy Starling

Dated: April 13<sup>th</sup>, 2004

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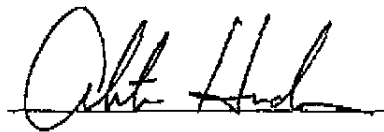
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned Authorized Representative of Tupelo Plantation, LLC deposes and says:

1. The above-named limited liability company has at least one (1) member.
2. No cash has been contributed by the Members.
3. No property other than cash has been contributed by the Members.
4. The total amount of cash and property anticipated to be contributed by members, including the amounts indicated in paragraphs 2 and 3 above, \$100,000.



ASHTON HUDSON

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