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LIMITED LIABILITY COMPANY

HERON'S FOREST DEVELOPMENT COMPANY/L&R, L.L.C.

Certificate of Status	0
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J. BRYAN
MAR - 7 2005

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ARTICLES OF ORGANIZATION

OF

HERON'S FOREST DEVELOPMENT COMPANY/L&R, L.L.C.

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

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "HERON'S FOREST DEVELOPMENT COMPANY/L&R, L.L.C.".

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is: 17 South Palafox Place, Suite 394, Pensacola, Florida 32501.

ARTICLE III — Duration:

The period of duration for the Company is perpetual.

ARTICLE IV — Management:

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

ARTICLE V — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as agreed to by the members.

ARTICLE VI — Limitation on Agency Authority of Members:

Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the limited liability company solely by reason of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the limited liability company solely by virtue of being a member.

ARTICLE VIII — Registered Agent and Office:

The name and street address of the initial registered agent of the Company in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is Richard R. Baker, whose address is 17 South Palafox Place, Suite 394, Pensacola, Florida 32501.

IN WITNESS WHEREOF, I have signed these Articles of Organization of HERON'S FOREST DEVELOPMENT COMPANY/L&R, L.L.C. and acknowledged them to be my act this 31 day of December, 2004.

HERON'S FOREST DEVELOPMENT
COMPANY/L&R, L.L.C.

Richard R. Baker

By: Richard R. Baker

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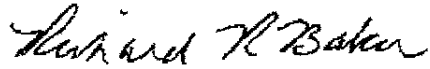
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**CERTIFICATE OF DESIGNATION AND
CONSENT TO APPOINTMENT AS REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for
HERON'S FOREST DEVELOPMENT COMPANY/L&R, L.L.C., at the place designated herein, and
being familiar with the obligations of such position, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.

DATED this 31 day of December, 2004.



Richard R. Baker

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