

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000061572
FILED 8:00 AM
June 21, 2005
Sec. Of State
gharvey

Article I

The name of the Limited Liability Company is:

COOK BAYOU INVESTMENTS II LLC

Article II

The street address of the principal office of the Limited Liability Company is:

135 HARRISON AVENUE
PANAMA CITY, FL. 32401

The mailing address of the Limited Liability Company is:

P O BOX 638
PANAMA CITY, FL. 32402

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

CECELIA A ANDERSON
135 HARRISON AVENUE
PANAMA CITY, FL. 32401

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.

Registered Agent Signature: CECELIA ANDERSON

Article V

The name and address of managing members/managers are:

Title: MGRM
EAST BAY INVESTMENTS LLC
1626 PRIMROSE LANE
PANAMA CITY, FL. 32404

Title: MGRM
COWAN HOLDINGS LLC
135 HARRISON AVENUE
PANAMA CITY, FL. 32401

Title: MGRM
WHITEWATER CREEK INVESTMENT COMPANY LP
102 PEBBLESTUMPT POINT
PEACHTREE CITY, GA. 30269

Title: MGRM
SOD FARM TWO-THIRDS LLC
1170 PEACHTREE STREET NE SUITE 2350
ATLANTA, GA. 30309

Title: MGRM
SOD FARM ONE-THIRD LLC
23231 LAPALMA AVENUE
YORBA LINDA, CA. 92877

Article VI

The effective date for this Limited Liability Company shall be:

06/21/2005

Signature of member or an authorized representative of a member

Signature: JOEL H COWAN JR

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