

Sent by: FISHER, TOUSEY, LEAS & BALL
Division of Corporations

904 355 1233

US 15/05 01PM JEFFAX #125; Page 1
Page 1 of 1

L05000080689

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000195475 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : FISHER, TOUSEY, LEAS & BALL
Account Number : I19990000021
Phone : (904) 356-2600
Fax Number : (904) 355-0233

FILED
2005 AUG 16 AM 8:44
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
05 AUG 16 AM 7:49
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Hilltop Timberlands, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

Electronic Filing Menu

Corporate Filing

Public Access Help

J. BRYAN AUG 17 2005

**ARTICLES OF ORGANIZATION
OF
HILLTOP TIMBERLANDS, LLC**

H05000195475
FILED
AUG 16 AM 8:44
CLERK OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I

NAME

The name of the limited liability company shall be Hilltop Timberlands, LLC (the "Company"). The mailing and street address of the principal office of the Company in Florida shall be 5108 Harbor Point Circle, Jacksonville, Florida 32210.

ARTICLE II

PURPOSES AND POWERS

The general purpose for which this Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE III

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent in the State of Florida are: Dale K. Crisp, 5108 Harbor Point Circle, Jacksonville, Florida 32210.

ARTICLE IV

ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE V

ADMISSION AND WITHDRAWAL OF MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company.

H05000195475

H05000195475

ARTICLE VI
TERMINATION OF EXISTENCE

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

ARTICLE VII
MANAGER

The Company shall be managed by one or more managers and is, therefore, a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement.

ARTICLE VIII
DURATION

The Company shall exist perpetually. Corporate existence shall commence on the date these Articles of Organization are executed, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, corporate existence shall commence upon filing by the Department of State.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 15th day of AUGUST, 2005.



Dale K. Crisp

FILED
2005 AUG 16 AM 8:44
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

H05000195475

H05000195475

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes, Hilltop Timberlands, LLC, a Florida limited liability company (the "Company"), submits the following statement in designating the registered office/registered agent of the Company in the State of Florida:

1. The name of the limited liability company is: Hilltop Timberlands, LLC.
2. The name and address of the registered agent and office are: Dale K. Crisp, 5108 Harbor Point Circle, Jacksonville, Florida 32210.

ACKNOWLEDGMENT:

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, as provided for in the Florida Limited Liability Company Act.

DATED: This 15th day of AUGUST, 2005.


Dale K. Crisp

FILED
2005 AUG 16 AM 8:44
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

H05000195475