

Division of Corporations

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LIMITED LIABILITY COMPANY

MRE PROPERTIES, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
MRE PROPERTIES, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Section 608 of the Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company.

**ARTICLE I
NAME**

The name of the limited liability company, hereinafter referred to in these Articles as "Company," is MRE PROPERTIES, LLC.

**ARTICLE II
ADDRESS**

The Company's street address of its principal place of business in Florida is 57 Lake Ridge Road, Santa Rosa Beach, Florida, 32459, and its mailing address is 306 Woodvine Avenue, Metairie, Louisiana 70005, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE III
MANAGEMENT**

The business of the Company shall be member-managed.

**ARTICLE IV
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

**ARTICLE V
OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal the operating agreement of the Company shall be vested in the members unless vested in the manager of the Company by any amendments of the Articles of Organization. The operating agreement adopted by the members or by the manager may be repealed or altered, a new operating agreement may be adopted by the members, and the members may prescribe in any operating agreement made by them that such regulation may not be altered, amended or repealed by the manager.

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ARTICLE VI
AMENDMENT TO ARTICLES

Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions consistent with Section 608 of the Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event a new member is added by such amendment, it shall also be signed by the member to be added.

ARTICLE VII
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the registered agent and registered office of the company are: Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

The undersigned, being an original member of the Company, hereby acknowledge that, in accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Mary Russell Eaves
Mary Russell Eaves, Authorized Representative

Dated: 12/22/05

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate registered agent and registered office in the State of Florida.

1. The name of the limited liability company MRE PROPERTIES, LLC
2. The name and street address of the registered agent and registered office of the company are: Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

MRE PROPERTIES, LLC

Mary R. Eaves
Mary R. Eaves
Its: Authorized Representative

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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, the below-listed entity hereby accepts the appointment as registered agent and agrees to act in this capacity. The below-listed entity further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

Dated: November 22, 2005.

Corporation Service Company

Janetha Miller, Asst VP

Registered Agent

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