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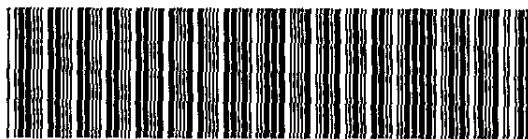
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TO: Registration Section
Division of Corporations

SUBJECT: Pollen Oaks LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jim MacFarland
(Name of Person)

Conservation Properties, Inc
(Firm/Company)

2507 Callaway Rd #101
(Address)

Tallahassee, FL 32303
(City/State and Zip Code)

For further information concerning this matter, please call:

Jim MacFarland
(Name of Person)

at (850) 445-0099
(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF INCORPORATION OF
PULLEN OAKS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I
NAME

The name of the limited liability company shall be PULLEN OAKS, LLC ("Company"), the principal place of business of the Company in Florida shall be 2507 Callaway Road, Tallahassee, Florida 32303. The mailing address shall be 2507 Callaway Road, suite 101, Tallahassee, FL 32303.

ARTICLE II
DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III
THE PURPOSE AND POWERS

The general purpose for which the Company is organized to acquire, own, develop and manage commercial real estate and 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 IV
REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is James W. MacFarland, 2507 Callaway Road, Suite 101, Tallahassee, Florida 32303.

ARTICLE V
MEMBERS AND CAPITAL CONTRIBUTIONS

The members of the Company, identified below, shall contribute to the capital of the Company the cash or property set forth as follows:

<u>NAME</u>	<u>CAPITAL CONTRIBUTION</u>	<u>SHARE (%)</u>
Albert Butler Trust	77 ACRES / 1800	12.90
Van Ness Butler Trust Investments	77 ACRES / 1800	12.90
Genesis, Inc. LLC		
James W. MacFarland	2,465 ACRES / 5,700	38.90
Karen MacFarland	2,465 ACRES / 5,700	38.90

ARTICLE VI ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in the regulations adopted by the members, or, in lieu thereof, only upon the unanimous consent of all members.

ARTICLE VII ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)

No additional members shall be admitted to the Company except with the unanimous written consent of all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII MANAGEMENT BY MEMBER

The Company shall be managed by a member, and the name and address of the member is:

<u>NAME</u>	<u>ADDRESS</u>
James W. MacFarland	2507 Callaway Road, Suite 101 Tallahassee, FL 32303

ARTICLE IX COMPENSATION


Individual members of the Company may receive reasonable compensation for services performed for the Company. Any such compensation will be at the prevailing market rates and subject to the approval of three (3) Company members for compensation in excess of \$2,000.

ARTICLE X
RIGHT OF FIRST REFUSAL TO ORIGINAL PARTNERS

Should any property owned by the Company (LLC) be sold to a new entity for purposes of constructing a building to suit facility, the original Company (LLC) partners shall have the right of first refusal to participate in the new entity in proportion to their interest in the original.

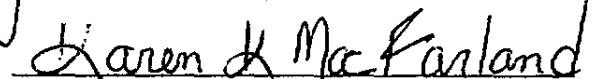
ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of PULLEN OAKS, LCC, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.


JAMES W. MACFARLAND

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Tallahassee, Florida, for the foregoing uses and purposes this 21 day of MAY, 2003.


JAMES W. MACFARLAND


Karen H. MacFarland


Albert B. Butcher, Jr. Trustee


Albert B. Butcher, Jr. TRUSTEE