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SAM M. MC Call (Requestor's Name)
348 Gilcrease Lane (Address)
(Address)
QUINCY, FL 32351 (City/State/Zip/Phone #) 815-2743
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ARTICLES OF ORGANIZATION OF

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SEMINOLE WIND LAND & TIMBER CO., L.L.C.

SEULLIARY OF STATE TALLAHASSEE, FLORIDA

A FLORIDA LIMITED LIABILITY COMPANY

Article I - Name

- 1. Name. The name of the Limited Liability Company is Seminole Wind Land & Timber Co., L.L.C., a Florida limited liability company (the "Company").
- 2. <u>Duration.</u> The Company shall exist from the date of these Articles of Organization with the Department of State until the earlier of fifty (50) years from the date of filing or the occurrence of the events specified in Florida Statutes Section 608.441, unless continued by unanimous consent of all remaining members.
- 3. <u>Purpose.</u> The Company is organized for the purpose of transacting all lawful activities and business that may be conducted by a limited liability company under the laws of Florida.

Article II - Address

4. <u>Place of Business.</u> The address of the Company's place of business in the State of Florida is Highway 267 South, Gadsden County Florida. The Company's mailing address is 348 Gilcrease Lane, Quincy, Florida, 32351.

Article III - Registered Agent, Registered Office, & Resident Agent's Signature

- 5. Registered Agent and Office. The name of the initial registered agent of the Company is Sam M. McCall. The street address of the initial registered agent of the Company is 348 Gilcrease Lane, Quincy, Florida, 32351.
- 6. <u>Contributions to the Company.</u> The total amount of cash initially contributed to the Company by members is \$100.00.
- 7. Additional Capital Contributions. Each member shall make additional capital contributions to the Company only on the unanimous consent of all of the members or as provided in the regulations.
- 8. <u>Additional Members.</u> Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
- 9. <u>Termination of Membership.</u> Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of

any other event, which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

Article IV - Manager

10. <u>Management of the Company</u>. The management of the Company is to be with a manager. The Company shall be managed in accordance with the regulations and operating agreement adopted by all of the initial members. The name and address of the initial manager is:

Sam M. McCall 348 Gilcrease Lane Quincy, Florida 32351

11. <u>Initial Members</u>. The initial members of the Company are:

Sam M. McCall 348 Gilcrease Lane Quincy, Florida 32351

- 12. <u>Regulations.</u> The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
- 13. Transfer of Interest. No member shall have the right to transfer any interest in the Company without unanimous written agreement of all members unless such member shall have first complied with the Right of First Refusal provisions of the regulations adopted the members. If the Company or the non-transferring member s do not elect to purchase the interest, the transferee of the interest of the transferring member shall have the right to become a member and to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.
- 14. <u>Certified Interest.</u> The member's interest in the Company may be evidenced by certificates.
- 15. <u>Contracting Debts.</u> The consent of all members shall be required to borrow any money or encumber the Company's property.

Article V - Effective Date

The undersigned executed these Articles of Organization effective as of the <u>10</u> day of January 2007.

Sam M. McCall

ACCEPTANCE AS REGISTERED AGENT OF CORPORATION

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 as provided for in Chapter 608, F.S.

Sam M. McCall

Dated: January <u>/o</u>, 2007

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