

L07000060118

William C. Lamb, Jr.
(Requestor's Name)

221 Delta Court, Ste. 2
(Address)

Tallahassee, FL 32303
(Address)

(850) 425-1110
(City/State/Zip/Phone #)

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Red Hills Capital, LLC
(Business Entity Name)

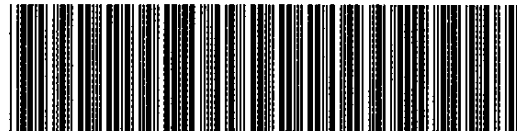
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**ARTICLES OF ORGANIZATION
OF
RED HILLS CAPITAL, LLC**

*Pursuant to Sections 407 of the Florida Limited Liability Company Act, Florida Statutes Chapter 608, the undersigned adopts the following
Articles of Organization.*

**ARTICLE I
Name and Principal Place of Business**

The name of this limited liability company shall be **Red Hills Capital, LLC**. The principal place of business and the mailing address of the Limited Liability Company shall be **221 Delta Court, Suite 2, Tallahassee, Florida 32303**.

**ARTICLE II
Purposes and Powers**

This Limited Liability Company is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida and shall have all of the powers authorized by the State of Florida for limited liability companies but shall remain subject to statutes and regulations of the laws of the State of Florida for regulating and controlling business.

**ARTICLE III
Registered Agent and Registered Office**

The name of the Limited Liability Company's initial registered agent is **William C. Lamb, Jr.**. The street address of the Limited Liability Company's initial registered office is **221 Delta Court, Suite 2, Tallahassee, Florida 32303**.

**ARTICLE IV
Managing Partners
MEMBERS**

This Limited Liability Company is to be managed by its initial partners. The names and addresses of each manager and managing partner is as follows:

<u>Title</u>	<u>Name and Address</u>
Managing Partner MEMBERS	Richard M. O'Leary 221 Delta Court, Suite 2 Tallahassee, Florida 32303
Managing Partner MEMBERS	William C. Lamb, Jr. 221 Delta Court, Suite 2 Tallahassee, Florida 32303

Instruments and documents for the acquisition, mortgage, deposition, conveyance, lease, sale or transfer of the personal property or real property of this Limited Liability Company may be executed on its behalf by one or more of the managing partners.

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ARTICLE V
Partner Restrictions

Managing partner(s) shall have the right to admit new partners by unanimous consent. Contributions required of new partners shall be determined as of the time of admission to the Limited Liability Company.

A managing partner's(s') interest in the Limited Liability Company may not be sold or otherwise transferred except with unanimous written consent of all partners.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a managing partner, or the occurrence of any other event that terminates the continued partnership of a partner in the Limited Liability Company, the remaining partners shall have the right to continue the business on the unanimous consent of the remaining managing partners.

ARTICLE VI
Period of Duration

This Limited Liability Company shall exist perpetually or until dissolved in a manner provided by law, or as provided in the regulations adopted by the managing partners, and shall commence its existence upon filing these Articles.

ARTICLE VII
Indemnification


Each person who is or was a managing partner of the Limited Liability Company (and the heirs, executors, personal representatives, administrators, or successors of such person) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of fact that such person is or was a managing partner of the Limited Liability Company, shall be indemnified and held harmless by the Limited Liability Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition, the right to indemnification conferred in these Articles of Organization shall be a contract right.

ARTICLE VIII
Amendment

The Limited Liability Company reserves the right to amend or repeal any provision contained in these Articles of Organization, or any amendment thereof, or any right conferred upon the managing partners is subject to this reservation.

In accordance with Florida Statutes Chapter 608.408(3), the undersigned hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Organization are true.

6/7/07
Date


Signature of Managing Partner

William C. Lamb, Jr.
Typed or Printed Name

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to Section 608.415 of the Florida Limited Liability Company Act, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the Limited Liability Company is:

Red Hills Capital, LLC

2. The name and address of the Limited Liability Company's registered agent and registered office is:

**William C. Lamb, Jr.
221 Delta Court, Suite 2
Tallahassee, Florida 32303**

Having been named as the 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 provide for in Florida Statutes Chapter 608.

Signature of Registered Agent

Date of Signature

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