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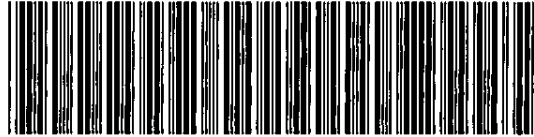
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Thomas MAR 10 2008

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: COUNTRY ROADS, 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:

BENJAMIN S. ARMSTRONG

(Name of Person)

MCNAB & ARMSTRONG, P.C.

(Firm/Company)

200 PARKWEST CIRCLE, SUITE 2

(Address)

DOTHAN, AL 36303

(City/State and Zip Code)

For further information concerning this matter, please call:

BENJAMIN S. ARMSTRONG at ( 334 ) 793-2629  
(Name of Person) (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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 3, 2008

BENJAMIN S ARMSTRONG  
200 PARKWEST CIRCLE STE 2  
DOTHAN, AL 36303

SUBJECT: COUNTRY ROADS, LLC  
Ref. Number: W08000000300

*Correction  
attached*

We have received your document for COUNTRY ROADS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is .

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas  
Regulatory Specialist II

Letter Number: 608A00000304

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TALLAHASSEE, FLORIDA

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## ARTICLES OF ORGANIZATION

OF

**PIERCE ROADS, LLC**

Pursuant to the Provisions of the Florida Statutes, the undersigned organizer hereby adopts the following Limited Liability Company Articles of Organization.

### ARTICLE I NAME

The name of the limited liability company is **PIERCE ROADS, LLC** (the "Company").

### ARTICLE II DURATION

The Company shall have a duration from the date of organization until December 31, 2035, unless it is dissolved and its affairs wound up prior to that date in accordance with the Florida Limited Liability Company Act (the "Act").

### ARTICLE III PURPOSES

The purpose for which the Company is formed is to acquire, own, hold, sell, exchange, trade, lease, mortgage, encumber, construct improvements thereon, and otherwise deal in real estate and to engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act. The Company is not to engage in any act or activity requiring any consents or approvals by law without such consent or approval being first obtained.

### ARTICLE IV REGISTERED OFFICE; REGISTERED AGENT

The location and street address of the initial registered office of the Company shall be 1482 Main Street, Chipley, Florida 32428, and its registered agent at such address shall be **MARSHA MONGOVEN**.

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TALLAHASSEE, FLORIDA

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**ARTICLE V  
INITIAL MEMBER AND ORGANIZER**

The name and address of the initial member is:

Frank A. Pierce Family Trust

Post Office Box 277  
Chipley, Florida 32428

The name and address of the organizer is:

Marsha Mongoven

1515 Wildridge Road  
Lynn Haven, Florida 32444

**ARTICLE VI  
ADMISSION OF ADDITIONAL MEMBERS**

Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

**ARTICLE VII  
CESSATION OF MEMBERSHIP**

The cessation of membership of one or more members will not result in the dissolution of the Company unless all members cease to be members of the Company pursuant to the terms and conditions of the Operating Agreement of the Company.

IN WITNESS WHEREOF, these Articles have been subscribed as of the 29<sup>th</sup> day of February, 2008, by the undersigned Organizer, who affirms that the statements made herein are true under the penalties of perjury.

  
MARSHA MONGOVEN

**Prepared by:**

Benjamin S. Armstrong  
McNab & Armstrong, P.C.  
Attorneys at Law  
200 Parkwest Circle, Suite 2  
Dothan, Alabama 36303

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**CERTIFICATE OF DESIGNATION**


**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of the Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is **PIERCE ROADS, LLC.**
2. The name and address of the registered agent and office is:

Marsha Mongoven

1482 Main Street  
Chipley, Florida 32428

  
**FRANK A. PIERCE FAMILY TRUST**  
Managing Member, by Marsha Mongoven  
Trustee

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TALLAHASSEE, FLORIDA

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**Date:** February 29, 2008.

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.

  
**MARSHA MONGOVEN**