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EXAMINER

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

| Artesian Arbors LLC | IT PH 1: 15 |
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ARTICLES OF ORGANIZATION

OF

ARTESIAN ARBORS, LLC



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

ARTICLE I -- NAME

The name of the limited liability company shall be ARTESIAN ARBORS, LLC.

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 1130 N. U.S. Highway 17, Pierson, FL 32180.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the Operating Agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are THOMAS BRETT REAGIN, 1130 N. U.S. Highway 17, Pierson, FL 32180.

ARTICLE V -- CAPITAL CONTRIBUTIONS

Contributions to the capital of the company shall be made by the members in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the Operating Agreement.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the Operating Agreement 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by its members in accordance with Operating Agreement adopted by the members for the management of the business and affairs of the company. The name and address of the initial members of the company are:

NAME

ADDRESS

THOMAS BRETT REAGIN

1130 N. U.S. Highway 17, Pierson, FL 32180

JESSE AKERS REAGIN

1130 N. U.S. Highway 17, Pierson, FL 32180

ARTICLE X -- INDEMNIFICATION

In addition to any other rights of indemnification permitted by the laws of the State of Florida as may be provided for by the company in its Operating Agreement or by any other agreement, the expenses of a member or manager incurred defending a civil or criminal action, situation or proceeding, involving alleged acts or omissions of such member or manager in his or her capacity as a member, manager or officer of the company, must be paid by the company, or through insurance purchased and maintained by the company or through other financial arrangements made by the company permitted by the laws of the State of Florida, as they are incurred and in advance of the final disposition of the action, suit or proceeding.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Ormond Beach, Florida, on July /6, 2008.

THOMAS BRETT REAGIN

STATE OF FLORIDA COUNTY OF VOLUSIA

Sworn to and subscribed before me this <u>/// day of July, 2008</u>, by THOMAS BRETT REAGIN, who is personally known to me.

DOTTYE L. BENTON
MY COMMISSION # DD 519928
EXPIRES: April 26, 2010
Bonded Thru Notary Public Underwriters

Notary Public, State of Florida

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415, ARTESIAN ARBORS, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

- The name of the limited liability company is ARTESIAN ARBORS, LLC. 1.
- The name and street address of the registered agent in Florida are: 2.

THOMAS BRETT REAGIN

1130 N. U.S. Highway 17, Pierson, FL 32180

The undersigned, being the person named in the articles of organization of ARTESIAN ARBORS, LLC, as the registered agent of this limited liability company, hereby accepts the appointment as registered agent simultaneously with the designation set forth in the articles of organization. The undersigned also consents to accept service of process for the above-stated company at the place designated in the articles of organization. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent as provided in Chapter 408, Florida Statutes.

Thomas Brett Reagin

Registered Agent