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LAW OFFICE

CARPENTER & ROSCOW, P.A.

5608 NW 43rd STREET GAINESVILLE, FLORIDA 32653-8334

> TELEPHONE (352) 373-7788 FACSIMILE (352) 373-1114

RONALD A. CARPENTER rearpenter@raclaw.net

JOHN F. ROSCOW, IV roscow@raclaw.net

August 19, 2008

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: Hillcrest Farms of Tallahassee, LLC

Ladies and Gentlemen:

Please find enclosed with this letter the original Articles of Organization for Hillcrest Farms of Tallahassee, LLC, along with our firm's check in the amount of \$130.00 for the following fees:

Filing fee \$100.00
Registered Agent 25.00
Certificate of status 5.00
\$130.00

Please file and forward at your earliest convenience and forward the certificate of status. Thank you very much and please contact me if you need anything further.

Sincerely yours,

Barbara M. Wilhite, Assistant to

Ronald A. Carpenter

/bw

Enclosures

ARTICLES OF ORGANIZATION OF HYCREST FARMS OF TALLAHASSEE, 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 HYCREST FARMS OF TALLAHASSEE, LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company are as follows:

c/o Shey Associates, Inc.; 6110 NW 1st Place, Gainesville, Florida 32607

ARTICLE III – REGISTERED AGENT, REGISTERED OFFICE AND RESIDENT AGENT'S SIGNATURE

The name and street address of the registered agent of the company in the state of Florida are as follows:

Laura B. Shey, 6110 NW 1st Place, Gainesville, Florida 32607

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 of registered agent as provided in F.S. Chapter 608.

aura B. Shey, Registered

ARTICLE V -- MANAGEMENT

The company shall be managed by the members in accordance with Regulations adopted or to be adopted by the members for the management of the business and affairs of the company.

MGMR	Shey Associates, Inc.	50%	7	
MGMR	Stephen Shey, Trustee	30%	SEC. Zina	
MGMR	Laura B. Shey	5%	The state of the s	-
MGMR	Lisa Shey	5%	AUG 2 HASS	
MGMR	Susan I. Shey	5%	[7]	200 April 1
MGMR	Kara E. Shey	5%		777
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	ARTICLE VI – DURATION			
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The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual or until the company is dissolved earlier as provided in these articles of organization or in the Regulations. The effective date of Hycrest Farms of Tallahassee, LLC shall be Hugust 18,2006.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Gainesville, Florida, on this 18 day of July, 2008.

Signed, sealed and delivered

Signed, sealed and delivered in our presence as witnesses: BARBARA M. WILHITE Printed name	LAURA B. SHEY
ELIZABETH S. PADGETT	

STATE OF FLORIDA COUNTY OF ALACHUA

SWORN TO and subscribed before me this _______ day of Judy, 2008, by Laura B. Shey, who [K] is personally known to me or [__] has produced ______ as identification.

NOTARY PUBLIC STATE OF FLORIDA

Barbara M. Wilhite

Commission #DD403856

Expires: APR. 03, 2009

Bonded Thru Atlantic Bonding Co., Inc.

Dalia Mlulit Notary Public