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COPPINS MONROE ADKINS DINCMAN & SPELLMAN, P.A.

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December 17, 2008

#2624
Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: STAPLETON FARM, LLC

Dear Sir/Madam:

Enclosed are an original and one copy of the Articles of Organization and Designation of Registered Agent for the above-referenced organization. Also enclosed are two checks, one in the amount of \$125 and the other in the amount of \$35, both checks totaling \$160, which reflects the amount owed for the fee for filing the Articles/Designation of Registered Agent, a certified copy of record, and a certificate of status. These documents should be returned to:

Michael F. Coppins, Esquire COPPINS MONROE ADKINS DINCMAN & SPELLMAN, P.A. P.O. Drawer 14447 Tallahassee, FL 32317-4447 Florida Department of State Division of Corporations December 17, 2008 Page 2

Your attention to this matter is greatly appreciated.

Very truly yours,

COPPINS MONROE ADKINS DINCMAN & SPELLMAN, P.A.

Michael F. Coppins

For the Firm

MFC/bpm

Enclosures: (1) Articles/Designation of Registered Agent, as noted;

(2) Checks, as noted.

FILED

ARTICLES OF ORGANIZATION OF STAPLETON FARM, LLC 08 DEC 19 AM 8: 34

ARTICLE I

SECHETAR FOR STATE TALLAHASSEE FLORIDA

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be STAPLETON FARM, LLC, and its principal office shall be located at 520 Short Street, Tallahassee, Florida, County of Leon, State of Florida, but it shall have the power and authority to establish branch offices at any other place or place as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

- 1. To engage in any activity or business authorized under the Florida Statutes.
- 2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
- 3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
- 4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
- 5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persona or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize,

strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

- 6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
- 7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.
- 8. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

MEMBER MANAGEMENT

The names and addresses of the members of the limited liability company are:

Mary S. Carroll 520 Short Street Tallahassee, FL 32308 Sarah S. Stevens 2804 Walter Scott Street Tallahassee, FL 32312

ARTICLE IV

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE V

DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 520 Short Street, Tallahassee, County of Leon, State of Florida, and the name of the company's initial registered agent at that address is Mary S. Carroll.

The undersigned, being an original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of STAPLETON FARM, LLC

Executed by the undersigned at Tallahassee, Leon County, Florida, this _/5**
day of ________, 2008.

MARY S. CARROLL

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DESIGNATION OF REGISTERED AGENT

The name and the Florida street address of the registered agent is:

Mary S. Carroll 520 Short Street Tallahassee, FL 32308

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.

MARY S. GARROLL