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Kaufman, Gilpin, McKenzie  
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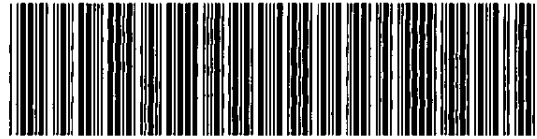
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**ARTICLES OF ORGANIZATION  
OF  
G. C. PIERCE FAMILY LLC**

TO THE FLORIDA DEPARTMENT OF STATE, DIVISION OF CORPORATIONS,  
REGISTRATION SECTION:

The undersigned, desiring to form a limited liability company under the laws of the State of  
Florida, does hereby adopt the following Articles of Organization:

**ARTICLE I  
NAME**

The name of the limited liability company shall be G. C. PIERCE FAMILY LLC (the  
"Company").

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Company are:

**Mailing Address:**

Post Office Box 6989  
Miramar Beach, Florida 32550

**Principal Office Address:**

11 Paginet Way  
Miramar Beach, Florida 32550

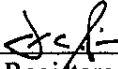
**ARTICLE III  
REGISTERED AGENT, REGISTERED OFFICE AND  
REGISTERED AGENT'S SIGNATURE**

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

George C. Pierce  
11 Paginet Way  
Miramar Beach, Florida 32550

*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.*



\_\_\_\_\_  
Registered Agent's Signature

#### **ARTICLE IV MANAGERS**

The Company shall be managed by one or more Managers. Managers need not be Members.

The name and business address of the initial Manager is:

**Name**  
George C. Pierce

**Address**  
Post Office Box 6989  
Miramar Beach, Florida 32550

The Manager may be removed and replaced by the Members, as provided in the Company's Operating Agreement.

#### **ARTICLE V ADDITIONAL MEMBERS**

Subject to the terms and conditions of the Company's Operating Agreement, the Members reserve the right to admit additional Members and to determine the consideration to be paid by new Members.

#### **ARTICLE VI OPERATING AGREEMENT**

The Operating Agreement of the Company shall be executed by each Member of the Company and shall set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with law or these Articles of Organization.

**ARTICLE VII**  
**LIABILITIES OF MEMBERS**

The Members and the Manager of the Company are not liable under a judgment, decree or order of a court, or in any other manner, for a debt, obligation or liability of the Company.

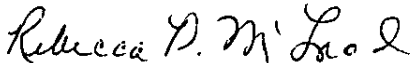
**ARTICLE VIII**  
**SAVINGS CLAUSE**

Notwithstanding anything contained in the previous provisions, the purposes of these Articles of Organization are to effectuate an asset-over division of McLeod Family Limited Partnership, an Alabama limited partnership, in accordance with Treasury Regulation § 1.708-1(d)(3)(i)(A).

IN WITNESS WHEREOF, the undersigned Member has caused these Articles of Organization to be executed this 23<sup>rd</sup> day of February, 2009.

MCLEOD FAMILY LIMITED PARTNERSHIP

By: MCLEOD MANAGEMENT, LLC, its General  
Partner

  
\_\_\_\_\_  
Rebecca P. McLeod, Manager

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**ACKNOWLEDGMENT**

STATE OF ALABAMA     )  
                                     :  
MONTGOMERY COUNTY    )

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that **Rebecca P. McLeod**, whose name, as Manager of McLeod Management, LLC, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, she executed the same voluntarily.

GIVEN under my hand and official seal this 23<sup>rd</sup> day of February, 2009.

Robin C. Jacobson  
Notary Public  
My commission expires: 10/2/2012

(SEAL)

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