

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L10000099215
FILED 8:00 AM
September 22, 2010
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

WITHLACOOCHEE WETLAND MITIGATION BANK LLC

Article II

The street address of the principal office of the Limited Liability Company is:

3603 NW 98TH STREET
C
GAINESVILLE, FL. 32606

The mailing address of the Limited Liability Company is:

3603 NW 98TH STREET
C
GAINESVILLE, FL. 32606

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

CARL SALAFRIO
3603 NW 98TH STREET
C
GAINESVILLE, FL. 32606

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.

Registered Agent Signature: CARL SALAFRIO

Article V

The name and address of managing members/managers are:

Title: MGRM
MITIGATION JUNCTION LLC
3603 NW 98TH STREET SUITE C
GAINESVILLE, FL. 32606

Title: MGRM
SARAH LEIGH BOUTWELL REV LIVING TRUST
6839 OLD POLK CITY ROAD
LAKELAND, FL. 33809

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Article VI

The effective date for this Limited Liability Company shall be:

10/01/2010

Signature of member or an authorized representative of a member

Signature: JOHN M PLA