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11 FEB 16 AM 11:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BIRD & SPARKMAN, P.L.

ATTORNEYS AT LAW
POST OFFICE BOX 247
MONTICELLO, FL 32345



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(Phone) 850-997-3503
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Paula M. Sparkman, Esq.
165 East Dogwood Street
Monticello, Florida 32344
(E): psparkman@nettally.com

February 14, 2011

Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Blue Rose Foxtrotters, LLC

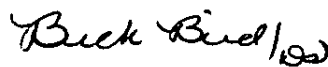
Dear Sir/Madam:

Enclosed please find Articles of Organization in regards to the above referenced LLC, along with check #5771 to cover the filing fee. I have included an extra copy to be date stamped and returned to my office in the enclosed self-addressed, stamped envelope.

Thank you for your assistance in this matter.

Should you have any questions concerning the above, please contact me.

Very truly yours,



T. Buckingham Bird

TBB/ds

Enclosures as stated

ARTICLES OF ORGANIZATION
OF
BLUE ROSE FOXTROTTERS, LLC

FILED
11 FEB 16 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Organization following are adopted for the purpose of organizing a Company under the Florida Limited Liability Company, Act, Chapter 608, Florida Statutes.

ARTICLE I

Name and Address of Company

The name of the limited liability company (hereinafter referred to as the "Company") is **BLUE ROSE FOXTROTTERS, LLC**. The Company's street address is 872 Waukeenah Highway, Monticello, Florida 32344; it's mailing address is P.O. Box 247, Monticello, Florida 32344.

ARTICLE II

Commencement, Duration and Power of Company

The Company shall exist from the date of filing these Articles with the Florida Department of State until the occurrence of any of the events specified in Section 608.44, unless continued by the unanimous consent of all remaining members, and the Company shall have the power to conduct all lawful business permitted by the Laws of Florida and of the United States.

ARTICLE III

Management

The following person shall serve as the Company's initial manager and shall serve until the first annual meeting of the membership or until his or her successor is elected and qualified:

Gerry W. Erwin
9886 Brookhollow Lane
Tallahassee, FL 32317

Rebecca S. Bird
P.O. Box 247
Monticello, FL 32344

Thereafter, the Company will be managed by a manager or managers elected annually, as provided in the regulations of the Company.

ARTICLE IV

Admission of Additional Members

Additional members may be admitted to the Company but only if all the current members agree to the admission of the additional members and to the terms of such admission as provided in the Operating Agreement and Regulations of the Company as from time to time amended.

ARTICLE V

Assignment of Member's Interest; Rights of Assignee

A member's interest in the Company shall not be assignable, in whole or in part, except as expressly set forth in the Company's Operating Agreement and Regulations and an assignee of a member's interest pursuant to the Operating Agreement and Regulations, as from time to time amended, shall not become a member without the written consent of all members other than the assigning member. As provided in Section 608.432(3), F. S., the Operating Agreement and Regulations of the Company shall provide that a member's interest in the Company shall be evidenced by a membership certificate and such certificate shall bear a legend referencing the restriction imposed upon assignment or alienation of a member's interest set forth in the Article V and the Operating Agreement and Regulations.

ARTICLE VI

Termination of Membership

If a member of the Company dies, retires, resigns, is expelled, declared insane, becomes bankrupt, is dissolved or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

ARTICLE VII

Registered Agent and Office

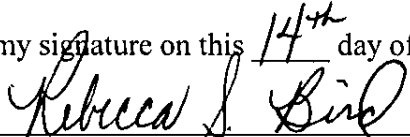
The Name of the Company's initial registered agent is **REBECCA S. BIRD** and the street address of the Company's initial registered office is 872 Waukeenah Highway, Monticello, Florida 32344.

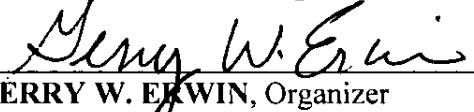
ARTICLE VIII

Operating Agreement and Regulations

The members of the Company have the power to adopt, alter, amend, or repeal the operating agreement and regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

IN WITNESS WHEREOF, I execute my signature on this 14th day of February, 2011.

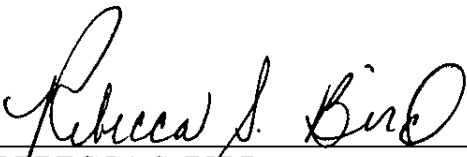

REBECCA S. BIRD, Organizer


GERRY W. ERWIN, Organizer


CERTIFICATE OF RESIDENT AGENT AND OFFICE DESIGNATION

IN COMPLIANCE with Section 608.415, Florida Statutes, **BLUE ROSE FOXTROTTERS, LLC**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 872 Waukeenah Highway, Monticello, Florida 32344, has named **REBECCA S. BIRD** as registered agent at P.O. Box 247, Monticello, Florida 32344.

Executed:


REBECCA S. BIRD

Company Organizer/Initial Manager

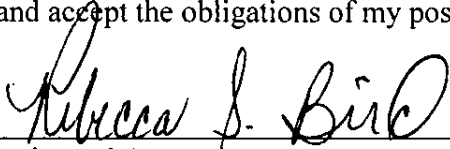

GERRY W. ERWIN

Company Organizer/Initial Manager

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above named Company, at the place designated above, I hereby accept the appointment and agree to act in such capacity; and, further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent.

Executed:



Registered Agent

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

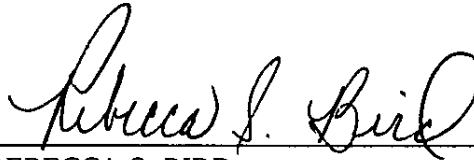
1. The name of the corporation is:

BLUE ROSE FOXTROTTERS, LLC
872 Waukeenah Highway
Monticello, Florida 32344

2. The Name and address of the registered agent and office is:

Rebecca S. Bird
872 Waukeenah Highway
Monticello, Florida 32344

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.



REBECCA S. BIRD
February 14, 2011