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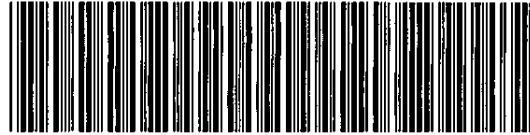
(Business Entity Name)

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2012 AUG 17 PM 12:24
TALLAHASSEE, FLORIDA

B. BOSTICK

AUG 20 2012

EXAMINER

COWPERWOOD COMPANY, INC.

245 Commerce Green Blvd., Suite 140
Sugar Land, Texas 77478

August 16, 2012

Via Overnight Mail

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

12 AUG 17 PM 12:24
TALLAHASSEE, FLORIDA

Re: Articles of Organization of Cowperwood Tallahassee I, LLC

Dear Sir or Madam:

Enclosed please find:

1. One (1) original of the Articles of Organization of Cowperwood Tallahassee I, LLC (the "Articles of Organization") for filing by the Florida Department of State, Division of Corporations (the "Division of Corporations");
2. One (1) copy of the Articles of Organization for acknowledgment by the Division of Corporations; and
3. One (1) check in the amount of \$125.00 made payable to the Florida Department of State for filing fees related to the Articles of Organization and the registered agent designation.

Please file the Articles of Organization and return the acknowledgment copy to me by overnight mail. A self-addressed overnight envelope is enclosed for your convenience. Please be advised that Cowperwood Orlando I, LLC, which will be a related entity of Cowperwood Tallahassee I, LLC, waives, to the extent necessary, any objection related to the use of a similar name (if such name is deemed to be similar) by Cowperwood Tallahassee I, LLC.

If you have any questions regarding the filing of the Articles of Organization or these instructions, please contact my legal counsel, Bernard D. Felsen of ScottHulse, PC, at telephone number (915) 546-8210. Thank you for your assistance in regard to this matter.

Very truly yours,

COWPERWOOD COMPANY, INC.

By: 

Name: John C. Harvey

Title: President

Enclosures

**ARTICLES OF ORGANIZATION
OF
COWPERWOOD TALLAHASSEE I, LLC**

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, acting as the Manager of a limited liability company under Chapter 608 of the Florida Statutes pertaining to formation of a Florida limited liability company (the "Act"), and pursuant to section 608.407 of the Florida Statutes, does hereby adopt the following Articles of Organization for COWPERWOOD TALLAHASSEE I, LLC (the "Company"):

ARTICLE ONE

The name of the Company is COWPERWOOD TALLAHASSEE I, LLC.

ARTICLE TWO

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

Principal Office Address:

c/o The Cowperwood Company
245 Commerce Green Blvd., Ste. 140
Sugar Land, Texas 77478

Mailing Address:

c/o The Cowperwood Company
245 Commerce Green Blvd., Ste. 140
Sugar Land, Texas 77478

ARTICLE THREE

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

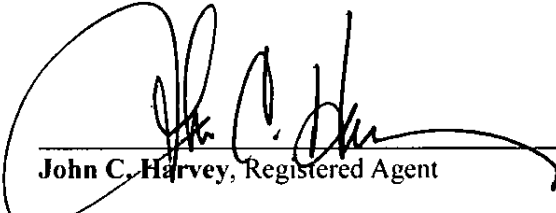
Name

John C. Harvey

Address

10560 Fife Avenue
Vero Beach, Florida 32963

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and the undersigned is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608, F.S.



John C. Harvey, Registered Agent

ARTICLE FOUR

The Company will be managed by one or more managers as set forth in the Company's Operating Agreement.

ARTICLE FIVE

The name and address of each Manager (MGR) is as follows:

<u>Title</u>	<u>Name and Address</u>
Manager (MGR)	John C. Harvey 10560 Fife Avenue Vero Beach, Florida 32963

12 AUG 17 PM 12:24
VERO BEACH, FLORIDA

ARTICLE SIX

The period of duration of the Company is perpetual unless dissolved earlier in accordance with the provisions of its Operating Agreement.

ARTICLE SEVEN

A member, manager, or officer of the Company shall not be liable to the Company or its members for monetary damages for an act or omission in the member's, manager's, or officer's capacity in the management of the Company, except that this Article Seven does not eliminate or limit the liability of a member, manager, or officer to the extent the member, manager, or officer is found liable for (i) a breach of his or her duty of loyalty to the Company or its members; (ii) an act or omission not in good faith that constitutes a breach of duty of the member, manager, or officer to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the member, manager, or officer received an improper benefit whether or not the benefit resulted from an action taken within the scope of the member's, manager's, or officer's office; or (iv) an act or omission for which the liability of a member, manager, or officer is expressly provided by an applicable statute. Any repeal or amendment of this Article Seven by the members or manager of the Company shall be prospective only and shall not adversely affect any limitation on the liability of a member, manager, or officer of the Company existing at the time of such repeal or amendment. In addition to the circumstances in which the member, manager, or officer of the Company is not liable as set forth in the preceding sentences, the member, manager, or officer shall not be liable to the fullest extent permitted by any provision of the statutes of the State of Florida now in effect or hereafter enacted that further limits the liability of a member, manager, or officer of a limited liability company.

IN WITNESS WHEREOF, I have executed these Articles of Organization, on this 16 day of August, 2012.



John C. Harvey, Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated here are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)