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FLORIDA LIMITED LIABILITY CO.

Magnolia 305 LLC

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF**

MAGNOLIA 305 LLC

The undersigned member of Magnolia 305 LLC hereby presents these Articles of Organization as the Articles of Organization of Magnolia 305 LLC, a limited liability company formed under the provisions of Chapter 605, *Florida Statutes*.

ARTICLE I - NAME

The name of the limited liability company is Magnolia 305 LLC. This limited liability company is referred to in these Articles of Organization as the "Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the Company's initial principal office is 303 W. Wall St., Suite 1500, Midland, TX 79701. The Company's principal office may hereafter be at such other place or places as its members from time to time may determine.

ARTICLE III - PURPOSES AND POWERS

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized and shall have all powers and rights which a limited liability company may exercise pursuant to Chapter 605, *Florida Statutes*.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

The date for commencement of the Company's existence shall be the date these Articles of Organization are filed with the Florida Department of State. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

ARTICLE V - REGISTERED OFFICE AND AGENT

The registered office of the Company is 34990 Emerald Coast Parkway, Suite 301, Destin, Florida 32541 and the name of the registered agent at that address is Scott M. Campbell.

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H14000029735 3

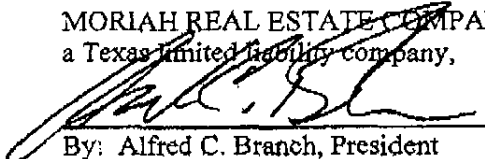
ARTICLE VI – MANAGEMENT

The Company shall be a manager-managed limited liability company and will be managed in accordance with the terms of its Operating Agreement. The name and address of the initial Manager of the Company is as follows:

Moriah Real Estate Company, LLC
303 W. Wall Street, Suite 1500
Midland, TX 79701

IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization on the date set forth below.

MORIAH REAL ESTATE COMPANY, LLC,
a Texas limited liability company,



By: Alfred C. Branch, President

Date: February 5, 2014

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H14000029735 3

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Magnolia 305 LLC. I am familiar with and accept the duties and obligations of such designation.



Scott M. Campbell

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