7/30/2021



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# FLORIDA LIMITED LIABILITY CO.

Sylvan Charlton Timber 2021 LLC

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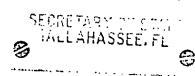
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ARTICLES OF ORGANIZATION

OF

Sylvan Charlton Timber 2021 LLC



These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, as the same may from time to time be amended, superseded or replaced (the "Act").

#### **ARTICLE 1 - NAME**

The name of the limited liability company (the "Company") is Sylvan Charlton Timber 2021 LLC.

#### **ARTICLE II - ADDRESS**

The initial address of the principal office and the mailing address of the Company is 1301 Riverplace Boulevard, Suite 1500, Jacksonville, FL 32207.

#### **ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company is 1301 Riverplace Boulevard, Suite 1500, Jacksonville, FL 32207 and the name of its initial registered agent at such address is John T. Sefton.

# ARTICLE IV - PURPOSE OF COMPANY

The Company is organized for the sole purpose of acquiring, managing, and operating approximately 5,600 acres of timberland in Charlton County, Georgia (the "Land"), conducting activities incidental thereto, including without limitation, granting of and entering into recreational leases, timber sales, and apiary leases, and acquiring any mineral interests or subsurface rights affecting or in, on, or under the Land or a release of the right(s) of entry of such mineral interests or subsurface rights or associated therewith.

#### ARTICLE V - MANAGEMENT OF THE COMPANY

The Company is a manager-managed company. The Company shall be managed by a Board of Managers, which shall initially have one (1) manager. The initial manager of the Company is John T. Sefton, who is also the initial President of the Company.

#### ARTICLE VI - MEMBERSHIP UNITS

The Company shall have only a single class of membership units, and the Company shall issue and may only issue a total of 1,000 membership units of such class. All membership interests

From: ROGERSTOWERS

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(units) shall be certificated and such units shall be treated as a "security" under Article 8 of the Florida Uniform Commercial Code (Chapter 678, Florida Statutes).

## ARTICLE VII - BORROWED MONEY AND CONTRACTUAL OBLIGATION RESTRICTIONS

The Company shall not incur any liability for borrowed money other than purchase money, mortgage indebtedness to acquire the Land and/or mineral interests, subsurface rights, or right(s) of entry therefore or associated therewith. All binding contractual obligations of the Company must be executed only by the President by authority of the Board of Managers. Any contractual obligation shall be incurred only by the President of the Company. Third parties may conclusively rely upon certifications by the President of the Company.

#### ARTICLE VIII - LIMITED LIABILITY

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

## ARTICLE IX - EFFECTIVE DATE

The effective date of these Articles of Organization is <u>July 30, 2021</u>; provided, however, if these Articles of Organization are not filed within five (5) business days of the date of execution, the effective date of these Articles of Organization shall be the date of filing.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of the Member of the Company, has executed these Articles of Organization this <u>30th</u> day of July 2021. In accordance with Section 605.0205(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

John T. Softon, Authorized Representative

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# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 605.0113, Florida Statutes, the below named limited liability company, 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 limited liability company is:

Sylvan Charlton Timber 2021 LLC

The name and address of the registered agent and office is:

John T. Sefton 1301 Riverplace Boulevard Suite 1500 Jacksonville, FL 32207

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.

Dated: July 30, 2021

Signature of Registered Agent

John T. Sefton