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Florida Department of State
Division of Corporations
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From:

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BZC

LIMITED LIABILITY COMPANY
OAKWOOD APARTMENTS, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
OAKWOOD APARTMENTS, L.L.C.**

The undersigned acting as the organizer of OAKWOOD APARTMENTS, L.L.C., under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is OAKWOOD APARTMENTS, L.L.C. (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the limited liability company is 1101 6th Avenue West, Suite 203, Bradenton, Florida 34205.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

The Company is to be managed by its Members, unless and until one or more managers are appointed in accordance with the Operating Agreement of the Company, in which case the Company shall be managed by one or more managers. The managers shall be elected as described in the Operating Agreement.

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

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ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be Delton L. Haynes and the street address of the Company's initial registered office is 1101 6th Avenue West, Suite 203, Bradenton, Florida 34205.

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IX - Indemnification:

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

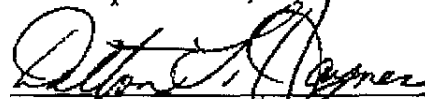
ARTICLE X - Continuation of Business:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

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IN WITNESS WHEREOF, the undersigned Member representative has executed these Articles
of Organization as of this 20th day of November, 2002.

DELTON L. HAYNES FAMILY TRUST
dated September 20, 1985, Member


By: Delton L. Haynes, Trustee

STATE OF FLORIDA
COUNTY OF MANATEE

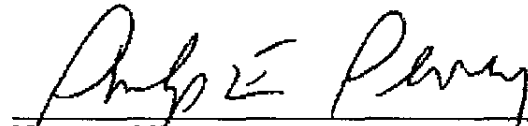
The foregoing instrument was acknowledged before me this 20th day of November, 2002,
by **DELTON L. HAYNES**. He

- ☒ is personally known to me; or
☐ produced a driver's license issued by State of Florida as identification; or
☐ produced the following identification: _____

and did not take an oath.



Philip E. Perrey
Commission # CG 899643
Expires Feb. 14, 2004
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public
Print Name: Philip E. Perrey
My Commission Expires: _____

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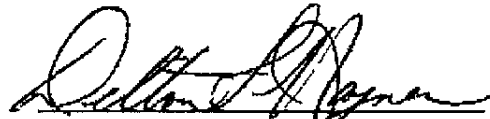
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY 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 OAKWOOD APARTMENTS,
L.L.C.
2. The name and address of the registered agent and office is:

Delton L. Haynes
1101 6th Avenue West, Suite 203
Bradenton, Florida 34205

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.


Delton L. Haynes, Registered Agent

Dated this 20th day of November, 2002.

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STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 20th day of November, 2002,
by **DELTON L. HAYNES**. He

☒ is personally known to me; or
☐ produced a driver's license issued by State of Florida as identification; or
☐ produced the following identification: _____

and did not take an oath.



Philip E. Perrey
Commission # GC 899643
Expires Feb. 14, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

Philip E. Perrey
Notary Public

Print Name: _____

My Commission Expires: _____

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