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(Requestor's Name)

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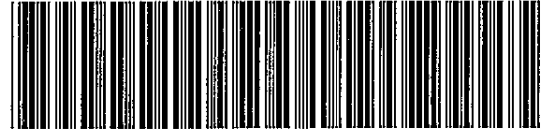
(Business Entity Name)

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Holland & Knight LLP Requester's Name	
315 So. Calhoun Street Address	
425-5675 City/State/Zip Phone #	

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. YMCA Village Carver Development, LLC  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
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**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☒ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

**ARTICLES OF ORGANIZATION  
YMCA VILLAGE CARVER DEVELOPMENT, LLC,  
A FLORIDA LIMITED LIABILITY CORPORATION**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I. NAME**

The name of the limited liability company is **YMCA Village Carver Development, LLC** (the "Company").

**ARTICLE II. ADDRESS**

The principal office and mailing address of the Company is:

2950 SW 27th Avenue  
Suite 200  
Miami, Fl 33133

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**ARTICLE III. DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement or (ii) by the unanimous written agreement of all Members.

**ARTICLE IV. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V. REGISTERED AGENT AND OFFICE**

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Lynn C. Washington the Company's initial registered agent at that address to accept service of process within this state.

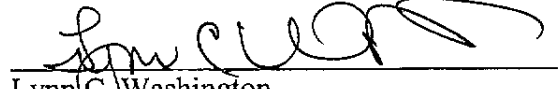
**ARTICLE VI. MANAGEMENT**

The Company is to be a member-managed company.

**ARTICLE VII. OPERATING AGREEMENT**


The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 10<sup>th</sup>  
day of January, 2006.

  
Lynn C. Washington  
Duly Authorized Representative of a  
Member

#### ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **YMCA VILLAGE CARVER DEVELOPMENT, LLC** to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.

  
Lynn C. Washington  
Dated: January 10, 2006

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