

Dec. 5. 2012 2:50PM

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Florida Department of State
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**FLORIDA LIMITED LIABILITY CO.
FC Atlantic Commons Phase I, LLC**

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No. 2639 EB P. 2
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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FC ATLANTIC COMMONS PHASE I, LLC

Articles of Organization

The undersigned authorized representative of a member subscribes to and files these Articles of Organization for the purpose of forming a limited liability company under the Florida Limited Liability Company Act.

Article I

Name. The name of the limited liability company (the "*Company*") is:

FC Atlantic Commons Phase I, LLC

Article II

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

One North Clematis Street, Suite 200
West Palm Beach, Florida 33401

Article III

Registered Agent and Registered Office. The name and the Florida street address of the initial registered agent of the Company are:

Armando A. Tabernilla
One North Clematis Street, Suite 200
West Palm Beach, Florida 33401

Article IV

Management. The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

Executed this 5th of December 2012.



Armando A. Tabernilla,
Authorized Representative of a 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 herein are true)

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DIVISION OF CORPORATIONS


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FC ATLANTIC COMMONS PHASE I, LLC

Statement of Acceptance of Appointment as Registered Agent

Having been named as the initial registered agent and to accept service of process for FC Atlantic Commons Phase I, LLC at One North Clematis Street, Suite 200, West Palm Beach, Florida 33401, I hereby accept such appointment as the initial 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 as provided for in Chapter 608, Florida Statutes.

Executed this 5th day of December, 2012.



Armando A. Tabernilla

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