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**Florida Department of State  
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00 MAR 16 PM 2:00  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA

**LIMITED LIABILITY COMPANY**

**AMERICAN PROPERTIES AT MONTERREY, LLC**

**FAL**

**RECEIVED**  
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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
AMERICAN PROPERTIES AT MONTERREY, LLC**

**ARTICLE I. - NAME**

The name of the limited liability company shall be AMERICAN PROPERTIES AT MONTERREY, LLC (the "Company").

**ARTICLE II - MAILING ADDRESS AND STREET ADDRESS**

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

8660 College Parkway, Suite 250  
Fort Myers, Florida 33919

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

The name and street address of the initial registered agent of the Company is:

**Name**

**Address**

DAVID J. ESOLDI

8660 College Parkway, Suite 250  
Fort Myers, Florida 33919

**ARTICLE IV. - PURPOSE**

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

**ARTICLE V. - MEMBERSHIP INTEREST**

The Operating Agreement of the Company shall provide that a member's interest in the Company shall be evidenced by a Certificate of Membership Interest issued by the Company, and the Company shall maintain a registry of those certificates.

**ARTICLE VI. - MANAGEMENT OF THE COMPANY**

Management of the Company is reserved to the Members, and each Member shall act as a Managing Member. The names and addresses of the Initial Managing Members are:

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<u>Name</u>	<u>Address</u>
ALLEN WEINGARTEN	517 Route 1 South, Suite 2100 Iselin, New Jersey 08830
DAVID J. ESOLDI	8660 College Parkway, Suite 250 Fort Myers, Florida 33919
RANDY CSIK	517 Route 1 South, Suite 2100 Iselin, New Jersey 08830

**ARTICLE VII. - OPERATING AGREEMENT**

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

IN WITNESS WHEREOF, the undersigned, being one of the original Members of the Company, has executed these Articles of Organization, this 15<sup>th</sup> day of MARCH, 2000.

  
\_\_\_\_\_  
DAVID J. ESOLDI, Member

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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: AMERICAN PROPERTIES AT  
MONTERREY, LLC

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

David J. Esoldi  
8660 College Parkway, Suite 250  
Fort Myers, Florida 33919

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.



DAVID J. ESOLDI, Registered Agent

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