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850-435-1008

308 SOUTH JEFFERSON STREET • PENSACOLA, FLORIDA 32501

**L000000 8534**

July 10, 2000

Florida Secretary of State  
Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

500003322425--9  
-07/13/00-01077-014  
\*\*\*\*125.00 \*\*\*\*125.00

RE: Bay Pine Villas Rentals, L.L.C.

Dear Sir or Madam:

Enclosed herewith you will find the following documents with regard to the above-referenced limited liability company:

1. Original and one (1) copy of the Articles of Organization of Bay Pine Villas Rentals, L.L.C. with attached Certificate of Designation of Registered Agent/Registered Office.
2. My firm's check in the amount of \$125.00 representing the filing fee for the Articles of Organization and Designation of Registered Agent.

After filing the Articles of Organization, please return a letter of acknowledgment and the copy of the Articles of Organization with the filing date stamped thereon.

Your kind attention to this matter is appreciated. Should you have any questions regarding the enclosed please do not hesitate to contact the undersigned.

Sincerely,

*Jenice C. Jones*

Jenice C. Jones  
Legal Assistant to  
EDSEL F. MATTHEWS, JR., ESQUIRE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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/jcj  
Enclosure(s)

52

**ARTICLES OF ORGANIZATION  
OF  
BAY PINE VILLAS RENTALS, L.L.C.**

**ARTICLE I**

**Name**

The name of the Limited Liability Company is BAY PINE VILLAS RENTALS, L.L.C.

**ARTICLE II**

**Purpose**

The Bay Pine Villas Rentals, L.L.C., is formed for the purpose of engaging in the business of the rental of Bay Pine Villas Apartments, and for any other lawful purpose.

**ARTICLE III**

**Address**

The mailing and street address of the principal office of the Limited Liability Company is 308 South Jefferson Street, Pensacola, Florida 32501.

**ARTICLE IV**

**Duration**

The period of duration for the Limited Liability Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ARTICLE V

**Registered Agent and Office**

The name and the Florida street address of the registered agent are:

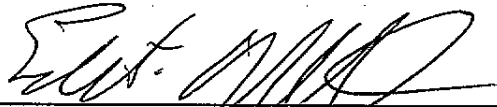
Edsel F. Matthews, Jr.  
308 S. Jefferson Street  
Pensacola, Florida 32501

ARTICLE VI

**Management**

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

IN WITNESS WHEREOF, I have executed these Articles of Organization on this the 10<sup>th</sup> day of July, 2000, at Pensacola, Florida.



Edsel F. Matthews, Jr.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/**

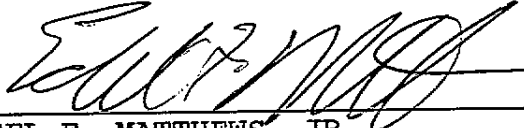
**REGISTERED OFFICE**

Pursuant to the provisions of the 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 BAY PINE VILLAS RENTALS, L.L.C.
2. The name and address of the registered agent and office is: Edsel F. Matthews, Jr., 308 South Jefferson Street, Pensacola, Florida 32501.

Having been named as registered agent and to accept service of process for the above-named 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 10, 2000

  
\_\_\_\_\_  
EDSEL F. MATTHEWS, JR.  
Registered Agent

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00 JUL 13 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA