

JUN.11'2001 10:55

Division of Corporations

#1755 P.001/005

Page 1 of 2

Ld000009287

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000072732 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : MACFARLANE FERGUSON & MCMULLEN

Account Number : 076077001654

Phone : (813) 273-4304

Fax Number : (813) 273-4396

LIMITED LIABILITY COMPANY

RIVER OAKS at ALAFIA, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

FILED

01 JUN 11 PM 2:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

01 JUN 11 AM 11:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL

H01-000072732

**ARTICLES OF ORGANIZATION
OF
RIVER OAKS at ALAFIA, LLC**

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, does hereby form a limited liability company under the laws of the State of Florida.

ARTICLE I

Name

The name of the limited liability company shall be RIVER OAKS at ALAFIA, LLC.

ARTICLE II

Address and Place of Business

The mailing address and principal place of business for the limited liability company is:

RIVER OAKS at ALAFIA, LLC
c/o Carter B. McCain
400 North Tampa Street, Suite2300
Tampa, Florida 33602

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUN 11 PM 2:31

FILED

ARTICLE III

Period of Duration

The limited liability company shall begin existence on the day of filing, and shall continue into perpetuity, or until dissolved in a manner provided by law or by regulations adopted by the Members of the limited liability company.

ARTICLE IV

Purposes

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

C. Atwell Moore - #147450
Macfarlane Ferguson & McMullen
400 North Tampa Street, Suite 2300
Tampa, Florida 33602
(813) 273-4337

H01-000072732

ARTICLE V
Registered Office and Registered Agent

The street address of the limited liability company's initial registered office is 400 North Tampa Street, Suite 2300, Tampa, Florida 33602 and the initial registered agent at such address is Carter B. McCain. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes. Carter B. McCain is specifically authorized to sign and file such Affidavits as may be required under Section 608.407, Florida Statutes.

ARTICLE VI
Management

The management of the limited liability company, unless otherwise provided in the articles of organization or the operating agreement, shall be vested in a Board of Managers.

ARTICLE VII
Continuity of Business

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall not cease and the limited liability company shall not be dissolved unless the business of the limited liability company is terminated by the consent or agreement of all remaining Members.

ARTICLE VIII
Restrictions on Membership

No new members shall be admitted to the limited liability company without the unanimous prior consent of the existing members. Contributions required of new members shall be determined as of the time of their admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with the unanimous written consent of the members. Additional restrictions and conditions on membership may be set forth in regulations adopted by the members.

ARTICLE IX
Operating Agreement

The members of the limited liability company shall adopt an operating agreement which shall act as the operating agreement of the members pertaining to the regulation, management and affairs of the limited liability company, provided that such operating agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The operating agreement shall

FILED
01 JUN 11 PM 2:31
SECRETARY OF STATE
ALLAINE STATE
FLORIDA

H01-000072732

be repealed or altered only by the members of the limited liability company, in the manner now or hereafter prescribed by the laws of the State of Florida.

ARTICLE X
Acknowledgment

The undersigned subscriber does hereby certify that the foregoing constitutes the proposed Articles of Organization of RIVER OAKS at ALAFIA, LLC.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 11th day of June, 2001.



CARTER B. MCCAIN, ESQ.
Attorney and Authorized Representative

FILED
01 JUN 11 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H01-000072732

**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: RIVER OAKS at ALAFIA, LLC.
2. The name and address of the registered agent and office is:

Carter B. McCain, Esq.
400 North Tampa Street
Suite 2300
Tampa, Florida 33602

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.

Dated this 11th day of June, 2001.


Carter B. McCain, Esq.

FILED
01 JUN 11 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H01-000072732