



# L01000013243

ACCOUNT NO. : 072100000032

REFERENCE : 407956 4144C

AUTHORIZATION :

COST LIMIT : \$ 125.00

*Patricia Pizito*

FILED  
01 AUG -8 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : August 8, 2001

ORDER TIME : 4:23 PM

ORDER NO. : 407956-005

CUSTOMER NO: 4144C

CUSTOMER: Ms. Karen James  
Holland & Knight Llp/corporate  
Account  
Suite 2600  
200 South Orange Avenue  
Orlando, FL 32801

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DIVISION OF CORPORATIONS  
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DOMESTIC FILING

NAME: VICTORIA PLACE APARTMENTS,  
LLC

EFFECTIVE DATE:

*(Signature)*

100004525411--6

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS: \_\_\_\_\_

BK

**ARTICLES OF ORGANIZATION FOR  
VICTORIA PLACE APARTMENTS, LLC  
(a Florida limited liability company)**

The undersigned 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: Victoria Place Apartments, LLC.

**ARTICLE II. ADDRESS**

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

730 Bonnie Brae Street  
Winter Park, Florida 32789

**ARTICLE III. DURATION**

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, FL 32301-2607

**ARTICLE V. MANAGEMENT**

The business of the Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected by the Members of the

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Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The name and address of the initial Manager are as follows:

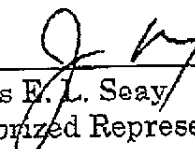
KGH Corporation  
730 Bonnie Brae Street  
Winter Park, Florida 32789

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Such Manager shall serve in such capacity until the first meeting of the Members or until its successor(s) are duly elected and qualified.

## ARTICLE VI. 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.

  
James E. L. Seay  
Authorized Representative of a Member

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE  
OF VICTORIA PLACE APARTMENTS, LLC**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, Victoria Place Apartments, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the state of Florida.

1. The name of the Company is: Victoria Place Apartments, LLC.
2. The name of the registered agent and the address of the registered office are:

NAME: CORPORATION SERVICE COMPANY

ADDRESS: 1201 Hays Street

Tallahassee, Florida 32301-2607

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*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 as provided for in Chapter 608, F.S.*

Date: 8-8-, 2001

CORPORATION SERVICE COMPANY

By: 

Name: BRIAN COURTNEY, ASST. VP.

Title: \_\_\_\_\_

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