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LIMITED LIABILITY COMPANY

AVALON ESTATES, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION
OF
AVALON ESTATES, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

**ARTICLE I
NAME**

The name of this limited liability company is AVALON ESTATES, LLC (the "Company").

**ARTICLE II
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 2385 Executive Center Drive, Suite 250, Boca Raton, Florida, 33431.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Scott Worley, 2385 Executive Center Drive, Suite 250, Boca Raton, Florida, 33431.

**ARTICLE IV
MANAGEMENT**

The Company will be a Manager-Managed Company.

Adam J. Reiss, Esq. FL Bar # 0182702
Atlas Pearlman, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
Phone No.: (954) 763-1200

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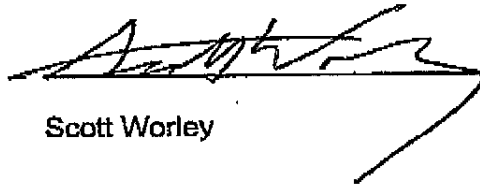
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The undersigned executed these Articles of Organization on this 3rd day of October, 2001.

Authorized Representative of the Members:

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Scott Worley

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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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

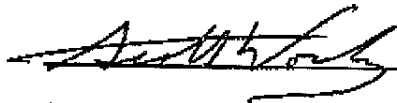
1. The name of the limited liability company is:

Avalon Estates, LLC
2. The name and the Florida address of the registered agent are:

Scott Worley
2385 Executive Center Drive, Suite 250
Boca Raton, Florida, 33431.

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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.



Scott Worley