

LD1000019379

Holland & Knight LLP  
Requester's Name:

315 So. Calhoun Street  
Address

425-5675  
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Down Park Association LLC  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

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4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time \_\_\_\_\_
- Will wait
- Certified Copy
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

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 JAN 19 2009 AM 11:07  
 OFFICE OF THE CLERK  
 TALLAHASSEE, FLORIDA

Examiner's Initials *[Signature]*

**TOWN PARK ASSOCIATES, LLC**

**ARTICLES OF ORGANIZATION**

The undersigned, being a duly authorized 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 Town Park Associates, LLC (the "Company").

**ARTICLE II. ADDRESS**

The principal office and mailing address of the Company is:

100 S.E. 2<sup>nd</sup> Street, 13<sup>th</sup> Floor  
Miami, FL 33131

**ARTICLE III. DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement or (ii) by the unanimous written agreement of the Members.

**ARTICLE IV. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V. REGISTERED AGENT AND OFFICE**

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Lynn C. Washington the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE VII. MANAGEMENT**

The business of the Company shall be conducted, carried on, and managed by a Manager, who shall be elected annually by the Members of the Company in the

manner prescribed by and provided in the Operating Agreement of the Company. Such Manager shall also have the rights and responsibilities described in the Operating Agreement of the Company. The name and address of the initial Manager is as follow:

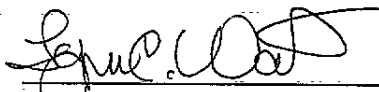
Banc of America Development, Inc.

100 S.E. 2nd Street, 13th Floor  
Miami, Florida 33131

**ARTICLE VIII. 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.

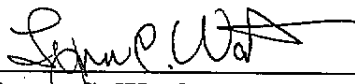
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 8th day of November, 2001.



\_\_\_\_\_  
Lynn C. Washington  
Duly Authorized Representative of a  
Member

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for Town Park Associates, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.



\_\_\_\_\_  
Lynn C. Washington  
Dated: NOV. 8, 2001

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STATE OF FLORIDA  
TALLAHASSEE

NOV 8 2001