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**LIMITED LIABILITY COMPANY**

River Place Associates, L.L.C.

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ARTICLES OF ORGANIZATION  
OF  
RIVER PLACE ASSOCIATES, L.L.C.

The undersigned member, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

## ARTICLE I -- NAME

The name of the limited liability company shall be RIVER PLACE ASSOCIATES, L.L.C. ("Company").

## ARTICLE II -- ADDRESS

The office address and mailing address of the company shall be Suite 2, 4400 Marsh Landing Blvd., Ponte Vedra Beach, Florida 32082.

## ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided by law.

## ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Randal C. Fairbanks, 217 Ponte Vedra Park Drive, Suite 200, Ponte Vedra Beach, Florida 32082.

## ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the operating agreement of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations set forth in the operating agreement adopted by the members for the management of the business and affairs of the company. The operating agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of

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organization. The name and address of the initial manager of the company is Robert G. Bruce, Suite 2, 4400 Marsh Landing Blvd., Ponte Vedra Beach, Florida 32082.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Ponte Vedra Beach, Florida, on this 26<sup>TH</sup> day of February, 2002.




Robert G. Bruce, Member, Manager

STATE OF FLORIDA )

COUNTY OF ST. JOHNS )

The foregoing instrument was acknowledged before me this 26<sup>TH</sup> day of February, 2002 by Robert G. Bruce ☒ who is personally known to me or ☐ who has produced                      as identification, and who acknowledged that he signed such instrument of his own free will.

  
Notary Public, State of Florida at Large  
Notary's printed or stamped name:  
My commission expires:



## ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of RIVER PLACE ASSOCIATES, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accept the obligations of the position of registered agent.



Randal C. Fairbanks, Registered Agent

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