

Division of Corporations

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Florida Department of State  
Division of Corporations  
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**To:**

Division of Corporations  
Fax Number : (850) 205-0383

**From:**

Account Name : STEWART, NALL, EVANS & HAFNER, P.A.  
Account Number : I19990000118  
Phone : (561) 231-3500  
Fax Number : (561) 231-9876

**LIMITED LIABILITY COMPANY****EMERSON VERO BEACH, LLC**

Certificate of Status	1
Certified Copy	0
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**ARTICLES OF ORGANIZATION**  
**FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is: **EMERSON VERO BEACH, LLC**

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company are:

3355 Ocean Drive  
Vero Beach, FL 32963

**ARTICLE III - Registered Agent, Registered Office,  
& Registered Agent's Signature:**

The name and the Florida street address of the registered agent are:

William J. Stewart  
Stewart & Evans, P.A.  
3355 Ocean Drive  
Vero Beach, FL 32963

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TALLAHASSEE, FLORIDA

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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.*

**Acceptance Of Designation Of Registered Agent**

The undersigned hereby accepts the designation of registered agent on behalf of **EMERSON VERO BEACH, LLC**, and acknowledges that he is familiar with and accepts the obligations provided for in Florida Statute Section 608.

  
**WILLIAM J. STEWART**

**Article IV - Purposes and Powers**

The general nature of the business or business to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be investment in real estate.

**Article V - Limited Liability Company Powers**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the operating agreement of the limited liability company by a unanimous vote of the members of the limited liability company.

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**Article VI- Management**

This limited liability company shall be managed by the following one (1) Manager who shall be a member. The name and address of the manager-member who shall serve as such until the first annual meeting of members or until their successors are duly qualified is as follows:

Richard A. Moore, General Manager  
of  
Gaylord Brooks Investment, LLC, General Partner  
of  
Emerson Farms and Company LLP  
3355 Ocean Drive  
Vero Beach, FL 32963

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STATE  
FLORIDA

**Signature of a member or an authorized representative of a member.**

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

**EMERSON FARMS AND COMPANY LLP**

By: **GAYLORD BROOKS INVESTMENT, LLC**

By:   
**RICHARD A. MOORE, GENERAL MANAGER**

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