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Florida Department of State  
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From: Account Name : CUMMINGS & LOCKWOOD  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**LIMITED LIABILITY COMPANY**

**RESIDENCE PARTNERS, LLC**

Certificate of Status	0
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Page Count	02
Estimated Charge	\$125.00

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DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY  
OF  
RESIDENCE PARTNERS, LLC**

**ARTICLE I**

**Name**

The name of this Limited Liability Company is RESIDENCE PARTNERS, LLC  
(the "Company").

**ARTICLE II**

**Address**

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

c/o  
RPM Management, Inc.  
P.O. Box 1167  
Naples, Florida 34106

**ARTICLE III**

**Duration**

The period of duration for the Company is perpetual.

**ARTICLE IV**

**Registered Office and Agent**

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

D. Randy Morris  
1010 5th Avenue South, Suite 306  
Naples, Florida 34102

*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.*



D. Randy Morris, Registered Agent

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ARTICLE V  
Management

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial manager of the Company is:

D. Randy Morris  
c/o RPM Management, Inc.  
P.O. Box 1167  
Naples, Florida 34106

ARTICLE VI  
Limitation on Agency  
Authority of Members


Pursuant to Section 608.42335, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

ARTICLE VII  
Written Operating Agreement

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written Operating Agreement of the Company, as amended and in existence from time to time.

Dated this 16th day of January, 2003.

By:

  
D. Randy Morris, 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.)

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