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BK

RECEIVED
03 AUG 20 AM 10:14
DIVISION OF CORPORATION
FILED
03 AUG 20 PM 12:51
STATE OF FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY

DATE: 8-20-03

REF. #: 0478.18778

CORP. NAME: THE RESERVE AT HERON COVE, LLC

FILED
03 AUG 20 PM 2:51
TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 506013 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
THE RESERVE AT HERON COVE, LLC**

03 AUG 20 PM 12:51
FILED
STATE
TALLAHASSEE, FLORIDA

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended (the "Act").

**ARTICLE I
NAME**

The name of this limited liability company (the "Company") is:

THE RESERVE AT HERON COVE, LLC

**ARTICLE II
ADDRESS**

The initial mailing address of the Company is Post Office Box 7779, Jacksonville, Florida 32238. The initial street address of the principal office of the Company is 6215 Wilson Blvd. Jacksonville, Florida 32210.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered office of the Company for service of process in the State of Florida is as follows:

Gresham R. Stoneburner
841 Prudential Drive, Suite 140
Jacksonville, Florida 32207

**ARTICLE IV
MANAGEMENT**

The Company is to be a manager-managed Company.

**ARTICLE V
OPERATING AGREEMENT**

The members shall have the power to adopt, alter, amend or repeal an operating agreement as contemplated by the Act (the "Operating Agreement"). The Operating Agreement adopted by the member(s) may be amended, repealed, or altered or a new Operating Agreement may be adopted, from time to time by the member(s).

**ARTICLE VI
LIMITED LIABILITY**

No member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, the undersigned being a Member of the Company, has executed these Articles of Organization as of this 19~~th~~ day of ~~July~~, 2003.
August

THE RESERVE AT HERON COVE, LLC

By: TWT DEVELOPMENT CORPORATION,
Member and Manager


By: William B. Towers, Jr., President

FILED
03 AUG 20 PM 12:51
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

03 AUG 20 PM 12:51
FILED
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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:


THE RESERVE AT HERON COVE, LLC

2. The name and the Florida street address of the Registered Agent are:

Gresham R. Stoneburner
841 Prudential Drive, Suite 140
Jacksonville, FL 32207

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.

Signature of Registered Agent


Gresham R. Stoneburner