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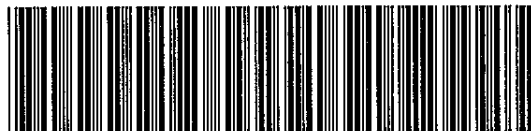
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DIVISION OF CORPORATION

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TALLAHASSEE, FLORIDA

NR

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Historic Water Works LLC

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TALLAHASSEE, FLORIDA

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☒ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

SW 10/16

Name

Date

Time

Walk-In

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**ARTICLES OF ORGANIZATION
of
HISTORIC WATERWORKS, L.L.C.**

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SARASOTA COUNTY
TALLAHASSEE, FLORIDA

The undersigned, 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 this limited liability company shall be:

HISTORIC WATERWORKS, L.L.C.

ARTICLE II - PURPOSE

The general purpose for which this limited liability company is organized is the transaction of any and all lawful business for which a limited liability company may be organized under Chapter 608, Florida Statutes, including, but not limited to, the provision of real estate development services.

ARTICLE III - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 5700 Midnight Pass Road, Sarasota, Florida 34242.

**ARTICLE IV - REGISTERED AGENT, REGISTERED OFFICE &
REGISTERED AGENT'S SIGNATURE**

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

Frank W. Howell
5700 Midnight Pass Road
Sarasota, Florida 34242

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.



Frank W. Howell

ARTICLE V – MANAGEMENT

The management of this limited liability company shall be vested in its members in proportion to their contributions to the capital of the company, as adjusted from time to time to reflect any additional contributions or withdrawals by the members. The name and address of the initial member shall be:

Name

Frank W. Howell

Address

5700 Midnight Pass Road
Sarasota, Florida 34242

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STATE
SARASOTA FLORIDA

ARTICLE VI – EFFECTIVE DATE

The effective date of this Limited Liability Company shall be the date of filing these articles with the Secretary of State of Florida.

ARTICLE VII – RIGHT TO CONTINUE

The remaining members expressly reserve the right, upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, to continue the business of this limited liability company.

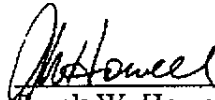
ARTICLE VIII – AMENDMENT TO ARTICLES OF ORGANIZATION

The members reserve the right to amend, alter, change or repeal any provisions contained in these Articles of Organization through a simple majority vote of the members.

CERTIFICATION

THE UNDERSIGNED, being all of the Members of Historic Waterworks, L.L.C., a Florida Limited Liability Company, evidence their adoption and ratification of the foregoing Articles of Organization of the Company.

EXECUTED by each Member on the date indicated.



Frank W. Howell, Member

Dated: October 16, 2003

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA