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Please contact Glenn Adams  
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if you have any  
questions

From: Account Name : HOLLAND & KNIGHT  
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**LIMITED LIABILITY COMPANY**

Southern Pines Apartments, LLC

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Estimated Charge	\$130.00

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**ARTICLES OF ORGANIZATION FOR  
SOUTHERN PINES APARTMENTS, LLC  
(a Florida limited liability company)**

The undersigned representative of a Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I. NAME**

The name of the limited liability company is: Southern Pines Apartments, LLC.

**ARTICLE II. ADDRESS**

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

730 Bonnie Brae Street  
Winter Park, Florida 32789

**ARTICLE III. DURATION**

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written agreement of all Members.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company are:

Thomas L. Cavanaugh  
730 Bonnie Brae Street  
Winter Park, FL 32789

**ARTICLE V. MANAGEMENT**


The business of the Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected by the Members of the

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Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company.

## ARTICLE VI. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.

  
\_\_\_\_\_  
Glenn A. Adams  
Authorized Representative of a Member

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE  
OF SOUTHERN PINES APARTMENTS, LLC**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, Southern Pines Apartments, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the state of Florida.

1. The name of the Company is: Southern Pines Apartments, LLC.
2. The name of the registered agent and the address of the registered office are:

NAME: Thomas L. Cavanaugh  
ADDRESS: 730 Bonnie Brae Street  
Winter Park, FL 32789

*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.*

  
THOMAS L. CAVANAUGH

Date: Mar 14 2004

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