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LIMITED LIABILITY COMPANY

St. Petersburg Multifamily Development Company, LLC

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
ST. PETERSBURG MULTIFAMILY DEVELOPMENT COMPANY, LLC,
a Florida limited liability company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida does set forth the following:

1. NAME. The name of the limited liability company is St. Petersburg Multifamily Development Company, LLC (the "Company").

2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: One Progress Plaza, Suite 450, St. Petersburg, Florida 33701.

3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization is: Jimmy Aviram, One Progress Plaza, Suite 450, St. Petersburg, Florida 33701.

The undersigned has executed these Articles of Organization on the 13th day of January, 2005.

ST. PETERSBURG MULTIFAMILY
DEVELOPMENT COMPANY, LLC, a Florida
limited liability company

By: 

Jimmy Aviram,
Authorized Representative

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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

1. The name of the limited liability company is: St. Petersburg Multifamily Development Company, LLC.
2. The name and address of the registered agent and office is:

Jimmy Aviram
One Progress Plaza
Suite 450
St. Petersburg, Florida 33701

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 its 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.

Jimmy Aviram

1-13-05
(Date)

STP-477667:1