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Division of Corporations

Fax Number

: (850)205-0383

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone

: (305)634-3694

Fax Number

: (305)633-9696

LIMITED LIABILITY COMPANY

preserve at auburndale, lic

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00





ARTICLES OF ORGANIZATION OF . PRESERVE AT AUBURNDALE, LLC

The undersigned, being the Members and Organizers of the Limited Liability Company hereby being formed under Chapter 608 of the Florida Statutes, do hereby adopt the following Articles of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is: Preserve at Auburndale, LLC

SECOND: The Limited Liability Company shall continue until the occurrence of an event set forth in the Operating Agreement which causes the termination of the Limited Liability Company.

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with Chapter 608 of the Florida Statutes, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The mailing address and street address of the initial registered office of the Limited Liability Company in Florida is 901 Begonia Road, Celebration, Florida 34747, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is David Waronker.

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. If 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.

David Waronker

FIFTH: The mailing address and principal office of the Limited Liability Company is 901 Begonia Road, Celebration, Florida 34747.

SIXTH: The Limited Liability Company is to be managed by a Managing Member. The name and address of the initial Managing Member are: CBD Development, Inc., a New Jersey corporation, having an address at 901 Begonia Road, Celebration, Florida 34747.

SEVENTH: The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests.

EIGHTH: Capital contributions in addition to the initial contributions may be made at such amounts as may hereafter be agreed by the unanimous vote of the Members.

NINTH: The membership interests of the Members are evidenced by Certificates of Membership.

TENTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members.

ELEVENTH: The remaining Members of the Limited Liability Company, by the affirmative vote or consent of Members holding a majority of the Members' Percentage Interests (other than the Member who

caused the Withdrawal Event), may continue the Limited Liability Company 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.

TWELFTH: The names and addresses of the Members and Organizers of the Limited Liability Company are: CBD Development, Inc., having an address at 901 Begonia Road, Celebration, Florida 34747 (Managing Member); Mark Goitein, having an address at 1415 Trenton-Harbourton Road. Pennington. New Jersey 08534 (Member); and Charles Niessner, baving an address at 19 Wilkins Station Road, Medford, New Jersey 08055 (Member).

THIRTEENTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the Members have executed and acknowledged these Articles of

Organization as of the date set forth below. In the presence of: CBD Development, Inc., a New Jersey corporation. By: David Waronker, President print:

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STATE OF ELIGIDA COUNTY OF OSCEOLA, &	
The foregoing instrument was executed and acknowledged before me of February, 2005, by David Waronker as President of CBD Development, Inc., a New Jersey contine corporation.	on the <u>3</u> day of poration, on behalf of
print Annie F. Petrico with NOTARY PUBLIC OF NEW JERSEY Notary Public My commission expires: My commission expires: My commission expires: Personally Known OR Produced Identification Type of Identification, Produced:	
STATE OF NEW IERSEY, COUNTY OF DULLStin 58.	
The foregoing instrument was executed and acknowledged before me February, 2005, by Mark Goitein.	on the Z day of
ANNIE F. BERKOWI NOTARY PUBLIC OF NEW J. My Commission Expires Apr. 4	E86ma
My commission expires. Personally Known OR Produced Identification Type of Identification Produced:	
STATE OF NEW JERSEY, COUNTY OF Auligha ss.	ù I
The foregoing instrument was executed and acknowledged before me a February, 2005, by Charles Niessner.	on the H day of
ANNIE F. BERKOWITZ NOTARY PUBLIC OF NEW JERSEY My Commission - Owige Apr. 4, 2006	S MAR 10 A
Notary Public My commission expires: Personally KnownOR Produced Identification Type of Identification Produced:	AH 9:21

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