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Florida Department of State  
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**THE HERITAGE ON MILLENIA, LLC**

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION**  
**OF**  
**THE HERITAGE ON MILLENIA, LLC**

THE HERITAGE ON MILLENIA, LLC, the original Articles of Organization for which were filed with the Florida Department of State on April 21, 2005, does hereby amend and restate its Articles of Organization, in accordance with Section 608.411 of the Florida Statutes to read as follows:

**ARTICLE I - Name:**

The name of the limited liability company is THE HERITAGE ON MILLENIA, LLC (the "Company").

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Company is 390 N. Orange Avenue, Suite 1400, Orlando, FL 32801.

**ARTICLE III - Duration:**

The period of duration for the Company shall be perpetual, unless dissolved by the Members of the Company.

**ARTICLE IV - Management:**

The Company is to be managed by its Members.

**ARTICLE V - Admission of Additional Members:**

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

**ARTICLE VI - Registered Agent and Office:**

The registered agent for the Company is B&C Corporate Services of Central Florida, Inc., and the street address of the Company's registered office is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

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**ARTICLE VII - Amendments:**

These Articles of Organization may be amended in the manner provided by law.

**ARTICLE VIII - Indemnification:**

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

These Amended and Restated Articles of Organization of The Heritage On Millenia, LLC were duly executed and are being filed in accordance with Florida Statutes Section 608.411.

IN WITNESS WHEREOF, the undersigned Authorized Representative has executed these Amended and Restated Articles of Organization as of this 1<sup>st</sup> day of March, 2007.



C. David Brown, II, Authorized Representative

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

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 THE HERITAGE ON MILLENIA, LLC.

2. The name and address of the registered agent and office is:

B&C Corporate Services of Central Florida, Inc.  
390 North Orange Avenue, Suite 1400  
Orlando, Florida 32801

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.

B&C Corporate Services of Central Florida, Inc.

By:

Name:

Title:

Holly Collins  
Holly Collins  
Vice President

Dated this 5th day of March, 2007.

Florida Dept. of State  
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