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To:

Division of Corporations

: (850)205-0383 Fax Number

From:

: WINDERWEEDLE, HAINES, WARD & WOODMAN, P.A. Account Name

Account Number: 076077002775 (407)246-8692 Phone

Fax Number (407) 423-7014

LIMITED LIABILITY COMPANY

7TH AVENUE LOTS, LLC

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Page Count	02
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Electronic Filing Menu

Corporate Filing

Public Access Help

-3911

4/21/2005

311

FOR 7th AVENUE LOFTS, LLC

ARTICLES OF ORGANIZATION

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, acting as the organizers of 7th AVENUE LOFTS, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fig. Stat., adopt the following Articles of Organization:

ARTICLE I NAME

The name of the limited liability company is:

7th AVENUE LOFTS, LLC

ARTICLE II INITIAL REGISTERED AGENT, REGISTERED OFFICE ADDRESS

The street address and mailing address of the initial principal office of this Company is 335 4th Avenue South, St. Petersburg, FL 33701. The street address of the initial registered office of this Company is 4th Avenue South, St. Petersburg, FL 33701 and the name of the initial registered agent of this Company at that address is William M. Clement.

ARTICLE III DURATION

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law or the Company's Operating Agreement.

ARTICLE IV MANAGEMENT

The Company shall be managed by the Manager of the Company as provided in the Company's Operating Agreement.

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IN WIINESS WHEREOF, the undersigned Minnbers have executed these Articles of Organization as of the 1015 day of April 2005.

WILLIAM ME

WAYNE JENSEN

ABON-W. JENSEN

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization. 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 in Chapter 60%, Fla. Stat.

WILLIAM NA CI EMPONTO

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SECULIARY OF STATE