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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: IIP - BRITTANY, LLC
(Name of Limited Liability Company)

05 MAY 26 PM 1:22
TALLAHASSEE, FLORIDA

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

TOM PROCTOR, JR.

(Name of Person)

UNIVERSITY CLUB DEVELOPMENT CORP.

(Firm/Company)

215 E. 5th AVE.

(Address)

TALLAHASSEE, FL 32303

(City/State and Zip Code)

For further information concerning this matter, please call:

TOM PROCTOR, JR.

(Name of Person)

at (850) 878-0852 ext. 102

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---------------------------------------------------------|-------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,
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(additional copy is enclosed) |
|---------------------------------------------------------|-------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**ARTICLES OF ORGANIZATION
OF
IIP - BRITTANY, LLC**

05 MAY 26 PM 1:22

The undersigned, pursuant to the provisions of Chapter 608, Florida Statutes, provides the following information for the purpose of forming a Limited Liability Company under the laws of the State of Florida.

**ARTICLE I.
Name**

The name of the Limited Liability Company is **IIP - BRITTANY, LLC.**

**ARTICLE II.
Address**

The mailing address and the street address of the principal office of the limited liability company is:

215 E. 5th Avenue
Tallahassee, FL 32303

**ARTICLE III.
Registered Agent and Registered Office**

The name and street address of the limited liability company's initial registered agent are:

Thomas C. Proctor, Jr.
215 E. 5th Avenue
Tallahassee, Florida 32303

Having been named as registered agent and as the person 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, Florida Statutes.



THOMAS C. PROCTOR, JR., Registered Agent

**ARTICLE IV
Management**

The Company shall be managed by a Managing Member, and the name and address of the initial Managing Member is:

University Club Development Corp.
215 E. 5th Avenue
Tallahassee, FL 32303

05 MAY 26 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 26 day MAY, 2005.

IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS DOCUMENT CONSTITUTES AN AFFIRMATION UNDER PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.

**University Club Development Corp.,
Managing Member**

By: 

Thomas C. Proctor, Jr., President