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Division of Corporations

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LIMITED LIABILITY COMPANY

BERKLEY SQUARE TOWNHOUSES, LLC

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**ARTICLES OF ORGANIZATION**  
**OF**  
**BERKLEY SQUARE TOWNHOUSES, LLC**

**EFFECTIVE DATE**  
**11/16/05**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

**ARTICLE I**

The name of this limited liability company shall be: BERKLEY SQUARE TOWNHOUSES, LLC.

**ARTICLE II**

The mailing address and street address of the principal office of the limited liability company shall be 1200 Ponce de Leon Blvd., 1<sup>st</sup> Floor, Miami, Florida 33134, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

**ARTICLE III**

The initial registered office of this limited liability company is 7777 Glades Road, Suite 300, Boca Raton, Florida 33434. The initial registered agent at that address is Richard B. MacFarland, P.A.

**ARTICLE IV**

This limited liability company shall commence its existence as of the execution hereof on November 15, 2005, and shall exist perpetually thereafter unless sooner dissolved.

**ARTICLE V**

This limited liability company shall be a manager-managed company. The initial manager shall be Troy Ballard, who shall serve as the company's manager until his death, resignation or removal in accordance with the terms of the company's Operating Agreement.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 15<sup>th</sup> day of November, 2005.

Richard B. MacFarland, P.A., a  
Florida professional service  
corporation, as Authorized  
Representative

By   
Richard B. MacFarland, President

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Fax Audit No. H05000269602 3**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.

FIRST -- The name of the limited liability company is Berkley Square Townhouses, LLC.

SECOND -- The name and address of the registered agent and office is:

Richard B. MacFarland, P.A.  
7777 Glades Road  
Suite 300  
Boca Raton, Florida 33434

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.

Dated this 15<sup>th</sup> day of November, 2005.

Richard B. MacFarland, P.A., a Florida  
professional service corporation, as  
Registered Agent

By 

Richard B. MacFarland, President

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