

L05000115408

State Board of Administration
(Requestor's Name)

1801 Heritage Blvd.
(Address)

Tall, FL 32806
(Address)

32806
(City/State/Zip/Phone #)

☐ PICK-UP ☒ WAIT ☐ MAIL

(Business Entity Name)

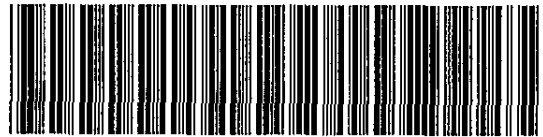
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TALLAHASSEE, FL 32301
STATE BOARD OF ADMINISTRATION

ARTICLES OF ORGANIZATION
OF
HC FLORIDA/OAK VIEW, LLC

ARTICLE I.

The name of the limited liability company is HC FLORIDA/OAK VIEW, LLC (the "Company").

ARTICLE II.

The Company is organized pursuant to the provisions of the Florida Limited Liability Company Act for the exclusive purposes of acquiring real property (as defined in section 501(c)(25)(A) and 501(c)(25)(F) of the Internal Revenue Code of 1986, as amended (the "Code")) and holding title to, and collecting income from, such property and remitting the entire amount of income from such property (less expenses) to its Member, which is an organization described in section 501(c)(25)(C) of the Code. It is intended that the Company at all times will be classified as a corporation for federal income tax purposes and will qualify as an organization exempt from federal income taxation under sections 501(a) and 501(c)(25) of the Code.

ARTICLE III.

The Member shall have the right to terminate its interest in the Company either (a) by selling or exchanging its interest to any organization described in section 501(c)(25)(C) of the Code, provided that such sale does not result in the Company's having more than 35 members, as provided in these Articles of Organization; or (b) by having its membership interest redeemed by the Company upon 90 days' written notice.

ARTICLE IV.

The Member of the Company shall have the right to dismiss the Company's investment advisor(s), following reasonable notice, upon an affirmative vote of a majority of the membership interests in the Company.

ARTICLE V.

The period of duration for the Company shall be perpetual.

ARTICLE VI.

The mailing and street address of the principal office of the Company is 1801 Hermitage Boulevard, Suite 600, Tallahassee, Florida 32308.

ARTICLE VII.

The initial registered agent for service of process at the registered office of the Company is David E. Todd. The registered office of the Company is 1801 Hermitage Boulevard, Suite 100, Tallahassee, Florida 32308.

ARTICLE VIII.

The initial Member shall have the right to admit additional members, provided that the total number of the Company's members shall not exceed 35 and that each such member is a qualified organization within the meaning of section 501(c)(25)(C) of the Code. Any such additional members shall be admitted in such manner, subject to such qualifications, and upon such terms and conditions and with such rights and privileges as may be provided from time to time in the Regulations of the Company and as are not inconsistent with any provision of these Articles of Organization.

ARTICLE IX.

The Company shall be managed by a manger and the name of such manager is the Florida State Board of Administration, a body corporate and a governmental agency of the State of Florida (the "State Board"). The address of the State Board is 1801 Hermitage Boulevard, Suite 600, Tallahassee, Florida 32308.

ARTICLE X.

The Company shall not be dissolved by the occurrence of an event specified in Fla. Stat. Ann. §608.441(1)(c) or by the bankruptcy of a member. In addition, the remaining members of the Company, if any, shall have the right to continue the business of the Company on the resignation, expulsion, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company.

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IN WITNESS WHEREOF, the undersigned executes these Articles of
Organization this ____ day of December, 2005.

MEMBER:

FLORIDA STATE BOARD OF
ADMINISTRATION, a body corporate
and governmental agency of the State of
Florida, as nominee for the Florida Retirement
System Trust Fund

By: 

Douglas W. Bennett
Chief Investment Officer, Real Estate

2005 DEC -2 P 3:50
SEC. OF STATE
TALLAHASSEE, FLORIDA

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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA


1. The Name of the limited liability company is:

HC FLORIDA/OAK VIEW, LLC

2. The name and the Florida street address of the registered agent are:

David E. Todd
1801 Hermitage Boulevard
Suite 100
Tallahassee, Florida 32308

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 provision 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.



David E. Todd

2005 DEC -2 P 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA