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DIVISION OF CORPORATIONS

T. HAMPTON

MAR 1 4 2008

EXAMINER

COVER LETTER

| | gistration Sec ision of Corp | | | | | | |
|----------------|---------------------------------|---|--------------|--|--|----------------|--|
| SURIFCT. | Fort Kin | g GP, LLC | | | | | |
| SOBJECT. | | (Name of Limit | ted Liabili | ity Comp | pany) | | |
| The enclosed | d Articles of C | Organization and fee(s) are | submitted | d for filir | ng. | | |
| Please return | all correspor | ndence concerning this mat | tter to the | followin | g: | | |
| Sar | n Johnst | | | | | | |
| | | | (Name of | Person) | | | |
| Art | our Vall | ey Development | t, LLC | | | | |
| <u></u> | | | (Firm/Co | mpany) | | · | |
| 33 | Invernes | ss Center Parkwa | ay, Ste | ə. LL´ | 130 | | |
| | | | (Addr | ess) | | | |
| Bir | minghan | n, Al 35242 | | | | | |
| | | (Cit | ty/State and | d Zip Cod | le) | | |
| For further in | nformation co | ncerning this matter, please | se call: | | | | |
| Gabriel | Ehrenst | ein | _ at (_5 | 61 | , 756-1 | 582 | |
| | (Name of | Person) | | (Area Co | de & Daytime | Telep | hone Number) |
| Enclosed is | a check for | the following amount: | | | | | |
| \$125.00 Fi | iling Fee 🔽 | \$130.00 Filing Fee & Certificate of Status | Cert | tified Co | ng Fee & Opy py is enclosed) |) | \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed) |
| | | Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 | | Registra Division Clifton 2 2661 Ex | Courier Addr tion Section to of Corporat Building secutive Cent ssee, FL 3230 | ions er Cir | cle |

TRANSMITTAL LETTER

To:

Registration Section

Division of Corporations

Clifton Building

2661 Executive Center Circle

Tallahassee, FL 32301

From:

Gabriel Ehrenstein

6340 Via Tierra

Boca Raton, FL 33433 Telephone: 561-756-1582

Fax: 561-488-6119

Date:

March 12, 2008

Enclosed are the following items:

- Articles of Organization for EIGHT (8) Florida Limited Liability Companies

- Check in the amount of \$1,040.00 for the following:

o Filing fee and designation of registered agent – 125.00 for each of eight companies

o Certificate of Status - 5.00 for each of eight companies

Please note that four (4) of these LLCs are the Managers of the other four LLCs. Thus, it might be necessary to create them in the right order:

- 1) Deland GP, LLC
- 2) Fort King GP, LLC
- 3) Holly Hill GP, LLC
- 4) Cocoa GP, LLC
- 5) Arbours at Deland, LLC
- Arbours at Fort King, LLC
- 7) Arbours at Holly Hill, LLC
- 8) Arbours at Cocoa, LLC

At your earliest convenience, please use the enclosed filled-out FEDEX Airbill to send the certified copies, certificates, and other paperwork to:

Sam Johnston Arbour Valley Development, LLC 33 Inverness Center Parkway Suite LL130 Birmingham, AL 35242

Phone: 205-981-3393

Thank you. Should you have any questions please call me, Gabe Ehrenstein, at 561-756-1582.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

| ARTICLE I - Name: The name of the Limited Liability Company is: | |
|--|---|
| Fort King GP, LLC (Must end with the words "Limited Liability | Company "I I C " or "I I C ") |
| (Must end with the words Limited Liability | Company, E.E.C., or EEC.) |
| ARTICLE II - Address: The mailing address and street address of the principle. | cipal office of the Limited Liability Company is: |
| Principal Office Address: | Mailing Address: |
| · · · · · · · · · · · · · · · · · · · | 33 Inverness Center Parkway, Ste. LL130 Birmingham, Al 35242 |
| ARTICLE III - Registered Agent, Registered Control (The Limited Liability Company cannot serve as its own Registered business entity with an active Florida registration.) The name and the Florida street address of the reg | ed Agent. You must designate an individual or another |
| Stephen Lowitz | |
| Name | |
| 3521 North 53rd Aven | ue |
| Florida street addre | ss (P.O. Box <u>NOT</u> acceptable) |
| Hollywood | FL 33621 |
| City, State, and | Zip |
| liability company at the place designated in this registered agent and agree to act in this capacity. | cept service of process for the above stated limited is certificate, I hereby accept the appointment as I further agree to comply with the provisions of all formance of my duties, and I am familiar with and ired agent as provided for in Chapter 608, F.S |

(CONTINUED)
Page 1 of 2

SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

| MGR" = Manager MGRM" = Managing Member | |
|---|--|
| | |
| GRM | John Moore |
| | 33 Inverness Center Parkway, Ste. LL130 |
| | Birmingham, Al 35242 |
| MGRM | Gabriel Ehrenstein |
| | 33 Inverness Center Parkway, Ste. LL130 |
| | Birmingham, Al 35242 |
| MGRM | David Sumrall |
| | 33 Inverness Center Parkway, Ste. LL130 |
| | Birmingham, Al 35242 |
| MGRM | Samuel T. Johnston |
| | 33 Inverness Center Parkway, Ste. LL130 |
| | |
| Use attachment if necessary) | Birmingham, Al 35242 |
| | the date of filing: (OPTIO set be specific and cannot be more than five business |

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Gabriel Ehrenstein

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

Additional Managers or Managing Members

MGRM

Stephen Lowitz 3521 N. 53rd Avenue Hollywood, FL 33021

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