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FAX NO.

P. 01

Division of Corporations

Page 1 of 1

108000115549

Florida Department of State  
Division of Corporations  
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Account Name : SMITH HULSEY & BUSEY  
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**ARMISTEAD HOMES, LLC**

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**S. HAWKES**

MAR 26 2009

**EXAMINER**

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P. 03



March 25, 2009

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ARMISTEAD HOMES, LLC  
228 FRANKLIN BLVD.  
ST. GEORGE ISLAND, FL 32328

SUBJECT: ARMISTEAD HOMES, LLC  
REF: L08000115549

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

A statement that the document was duly executed and filed in accordance with section 608.411, Florida Statutes, must be contained in the document.

Please entitle your document Amended and Restated Articles of Organization.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes  
Regulatory Specialist II  
Registration/Qualification Section

FAX Aud. #: E09000068984  
Letter Number: 809A00010064

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TALLAHASSEE, FLORIDA

P.O BOX 6327 - Tallahassee, Florida 32314

225 Water Street, Suite 1800  
Jacksonville, Florida 32202  
Tel. No.: (904) 359-7700  
FAX No.: (904) 359-7712

**Smith Hulsey & Busey**

## Memorandum

Date: March 25, 2009  
To: Suzanne Hawkes  
From: Patrice T. De Wees  
Re: Armistead Homes, LLC

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Per our conversation this date, attached are the Amended and Restated Articles of Organization of Armistead Homes, LLC that already have the language in accordance with Section 608.411, Florida Statutes and that have been retitled "Amended and Restate Articles of Organization in accordance with Section 608.411(4)..

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
ARMISTEAD HOMES, LLC**

A. The name of the limited liability company is ARMISTEAD HOMES, LLC (the "Company").

B. The Articles of Organization of the Company were filed with the Florida Secretary of State on December 19, 2008.

C. The Articles of Organization of the Company are amended and restated in their entirety to read as follows:

**"ARTICLES OF ORGANIZATION  
OF  
FLORIDA REAL PROPERTY VENTURES, LLC**

The undersigned organizer, who is the authorized representative of Florida Real Property Ventures, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

**ARTICLE I - NAME**

The name of the Company is Florida Real Property Ventures, LLC.

**ARTICLE II - PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company is 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

**ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS**

The name and street address of the registered agent are JONI A. REISER and 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

**ARTICLE IV - MANAGEMENT**

This Company shall be manager-managed, and the Manager shall be selected and appointed by the Members.

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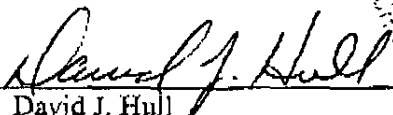
D. There are no other amendments to the Articles of Organization, except as stated above.

E. This Amendment and Restatement of the Articles of Organization of the Company have been duly executed and are being filed in accordance with Section 608.411, Florida Statutes.

IN WITNESS WHEREOF, ARMISTEAD HOMES, LLC has caused these Articles of Amendment and Restatement of the Articles of Organization to be signed in its name by its Authorized Representative this 24<sup>th</sup> day of March, 2009.

ARMISTEAD HOMES, LLC

By:

  
David J. Hull  
Authorized Representative

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MAR 25 AM 7:40  
CLERK OF DISTRICT COURT  
JULIA M. GIBSON

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**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, FLORIDA REAL PROPERTY VENTURES, LLC, A FLORIDA 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 FLORIDA REAL PROPERTY VENTURES, LLC.
2. The name and mailing address of the registered agent are JONI A. REISER and 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

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, JONI A. REISER heroby accepts the appointment as registered agent and agrees to act in this capacity. JONI A. REISER further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of her position as registered agent as provided for in Chapter 608, F.S.

By:

  
Joni A. Reiser

Date: March 24, 2009

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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