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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**APOLLO RESIDENTIAL, LLC**

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TALLAHASSEE FLORIDA**ARTICLES OF ORGANIZATION****OF****APOLLO RESIDENTIAL, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act (the "Act"), hereby adopts the following Articles of Organization.

**ARTICLE 1: NAME AND MAILING ADDRESS**

The name of this Company is APOLLO RESIDENTIAL, LLC, and its principal office and mailing address is 695 31<sup>st</sup> Street South, St. Petersburg, Florida 33712.

**ARTICLE 2: DURATION**

The duration of the Company is perpetual.

**ARTICLE 3: PURPOSE**

This Company has been organized for any lawful purpose under Florida law, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

**ARTICLE 4: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Company is located at 695 31<sup>st</sup> Street South, St. Petersburg, Florida 33712 and the name of the initial registered agent is Russel P. Brandes

**ARTICLE 5: MANAGEMENT: INITIAL MEMBERS**

The management of the Company shall be vested in the managers of the Company, as from time to time elected by the members of the Company who may, but need not, be a member. The number of managers may either be increased or decreased from time to time by agreement by the members but shall never be less than one. The names and addresses of the initial managers are:

| <u>NAME</u>        | <u>ADDRESS</u>   |
|--------------------|--|
| Daniel Bowman      | 695 31 <sup>st</sup> Street South, St. Petersburg, Florida 33712 |
| Jeffrey P. Brandes | 695 31 <sup>st</sup> Street South, St. Petersburg, Florida 33712 |
| Juan B. Quesada    | 695 31 <sup>st</sup> Street South, St. Petersburg, Florida 33712 |

Prepared by:  
Robert Kapusta, Jr., Esq.  
FBN 441538  
Fisher & Sauls, P.A.  
P.O. Box 387  
St. Petersburg, FL 33731  
(727) 822-2033

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ARTICLE 6: LIMITATION OF AGENCY AUTHORITY OF MEMBERS

Pursuant to Section 608.4235 of the Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE 7: OPERATING AGREEMENT

Any Operating Agreement (as defined in Section 608.402(24) of the Act) relating to the Company must be in writing and signed by all of the members. The power to adopt, alter, amend or repeal the Operating Agreement of this Limited Liability Company shall be vested in the members of the Company.

ARTICLE 8: TRANSFERABILITY OF MEMBER'S INTEREST

The beneficial interest of a member of this Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 10<sup>th</sup> day of March, 2009.

Russel P. Brandes (SEAL)  
Russel P. Brandes, as Authorized Representative

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated limited liability company at a place designated in the Articles of Organization of APOLLO RESIDENTIAL, LLC, set forth above, 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, F.S.

Dated this 10<sup>th</sup> day of MARCH, 2009.

  
Russel P. Brandes, Registered Agent

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