

Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 617-6383

## From:

Account Name : BROAD AND CASSEL (ORLANDO)  
Account Number : I19980000090  
Phone : (407) 839-4200  
Fax Number : (407) 839-4264

## FLORIDA/FOREIGN LIMITED LIABILITY CO.

## Orlando Investment Properties, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

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T. HAMPTON

JUN 29 2009

EXAMINER

850-817-6381 8/26/2009 8:55:57 AM PAGE 1/002 Fax Server

June 26, 2009

BROAD AND CASSEL (ORLANDO)

SUBJECT: ORLANDO INVESTMENTS PROPERTIES, LLC  
REF: W09000029753

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is M86793 (ORLANDO INVESTMENT PROPERTIES, INC).

If you have any further questions concerning your document, please call (850) 245-5855.

Tammy Hampton

FAX Aud. #: H090000151342

Broad and Cassel

6/26/2009 3:05

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Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 909A00021886

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Facsimile Audit No. HO90001513423

ORLANDO INVESTMENT PROPERTIES, INC.  
390 N. ORANGE AVENUE, STE. 1400  
ORLANDO FL 32801

June 24, 2009

Florida Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: "Orlando Investment Properties"

Dear Sir or Madam:

Please allow this letter to serve as consent for Orlando Investment Properties, LLC, a Florida limited liability company to be formed (the "Company"), to use the name "Orlando Investment Properties" in connection with its formation as a Florida limited liability company. The Company is an affiliate of the undersigned.

Thank you.

Sincerely,

ORLANDO INVESTMENT PROPERTIES,  
INC. (Document Number M86793)

By:

Holly Collins  
Holly L. Collins, Vice President

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**ARTICLES OF ORGANIZATION  
OF  
ORLANDO INVESTMENT PROPERTIES, LLC**

The undersigned, acting as the organizer of ORLANDO INVESTMENT PROPERTIES, LLC under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I - Name:**

The name of the limited liability company is ORLANDO INVESTMENT PROPERTIES, LLC (the "Company").

**ARTICLE II - Address:**

The street address of the principal office and the initial mailing address of the Company is c/o C. David Brown, II, P.A., 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

**ARTICLE III - Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV - Management:**

The Company is to be managed by a Manager appointed in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE V - Admission of Additional Members:**

The Company shall admit new Members only upon the unanimous written consent of all the then existing Members of the Company.

**ARTICLE VI - Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

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Facsimile Audit No. HD90001513423**ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be B&C Corporate Services of Central Florida, Inc., a Florida corporation, and the street address of the Company's initial registered office is 390 North Orange Avenue, Suite 1400 Orlando, Florida 32801.

**ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

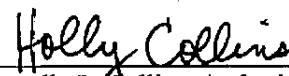
**ARTICLE IX - Indemnification:**

Each individual or entity who is or was a Manager or Member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Manager or Member of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member or officer existing at the time of such repeal or amendment.

**ARTICLE X - Continuation of Business:**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining Members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member.

IN WITNESS WHEREOF, the undersigned, as Authorized Representative, has executed these Articles of Organization as of this 24<sup>th</sup> day of June, 2009.



Holly L. Collins, Authorized Representative

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Facsimile Audit No. HO9000151342 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.

1. The name of the limited liability company is ORLANDO INVESTMENT PROPERTIES, LLC.
2. The name and address of the registered agent and office is:

B&C Corporate Services of Central Florida, Inc., a Florida corporation  
390 North Orange Avenue, Suite 1400  
Orlando, Florida 32801

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.

B&C Corporate Services of Central  
Florida, Inc., a Florida corporation

By: Holly Collins

Vice President

Dated this 24<sup>th</sup> day of June, 2009.

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