

# LO9000113290

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

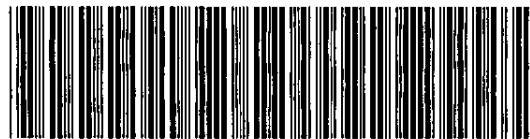
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000267303170

12/11/14--01021--011 \*\*55.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 DEC 11 PM 4:24

DEC 16 2014  
J. HARRIS

**Bolaños Truxton, P.A.**

**2121 Ponce De Leon Boulevard**  
**Suite 950**  
Coral Gables, Florida 33134  
Telephone: (305) 567-0424  
Facsimile: (305) 567-0423

**12800 University Drive**  
**Suite 350**  
Ft. Myers, Florida 33907  
Telephone: (239) 437-5421  
Facsimile: (239) 437-5797

**Reply to Ft. Myers**

**Email: *WCueva@bolanostruxton.com***

December 9, 2014

Federal Express

Attn: Registration Section  
Division of Corporation  
2661 Executive Center Circle  
Clifton Building  
Tallahassee, FL 32301

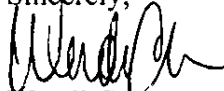
Re: Manhattan Florida Properties No. 1, LLC

To whom it may concern:

Please find enclosed the Amended and Restated Articles of Organization for Manhattan Florida Properties No. 1, LLC. I have also enclosed check number 17356 in the amount of \$55.00, which represents the fees for filing and obtaining a Certified Copy of the Amended and Restated Articles of Organization.

If you have any questions, please do not hesitate to call.

Sincerely,



Wendi Cueva  
Florida Registered Paralegal

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
MANHATTAN FLORIDA PROPERTIES NO. 1, LLC**

The undersigned, as the Authorized Member of MANHATTAN FLORIDA PROPERTIES NO. 1, LLC, a Florida limited liability company (the "Company"), hereby confirms that the Members of the Company have approved the following Amended and Restated Articles of Organization which replaces the Articles of Organization which were filed with the Secretary of State on November 25, 2009, pursuant to the provisions of Section 605.0202, Florida Statutes.

**Article I -- Name**

The name of this Company is:

MANHATTAN FLORIDA PROPERTIES NO. 1, LLC

**Article II-- Principal Office**

The mailing address and street address of the principal office of the Company is:

18500 Von Karman Avenue, Suite 1100  
Irvine, CA 92612

**Article III-- Duration**

The Company commenced its existence upon the filing of the Articles of Organization with the Secretary of the State of Florida on November 25, 2009. The Company shall have perpetual existence.

**Article IV - Management**

The Company shall be managed by the Member and is, therefore, a member-managed company. The name and address of the Authorized Member is:

Banc of California, National Association  
18500 Von Karman Avenue, Suite 1100  
Irvine, CA 92612

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 DEC 11 PM 4:24

#### Article V-- Registered Agent

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Weissman & Dervishi PA  
One Southeast Third Avenue, Suite 1700  
Miami, FL 33131

#### Article VI -- Amendment

These Articles of Organization may be amended or repealed upon the unanimous approval of then existing Members of the Company.

In Witness Whereof, the undersigned has executed the foregoing Amended and Restated Articles of Organization as the Authorized Member of the Company as of this 17 day of December, 2014.

Authorized Member:

Banc of California, National Association

By: 

Name: M. Cary Calkin

Title: VP Loan Portfolio


FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 DEC 11 PM 4: 24

**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM  
SERVICE OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Chapter 605, Florida Statutes:

Having been appointed registered agent of MANHATTAN FLORIDA PROPERTIES NO. 1, LLC in its Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

Weissman & Dervishi, PA

By:   
Brian S. Dervishi  
One Southeast Third Avenue  
Suite 1700  
Miami, Florida 33131

Dated: DECEMBER 5, 2014

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 DEC 11 PM 4:24