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TALLAHASSEE, FLORIDA

**DALE, BALD, SHOWALTER, MERCIER & GREEN**

PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

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\* ALSO ADMITTED IN GEORGIA

October 5, 2012

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: RMR Property Investments LLC  
Our File No.: 3140.0007

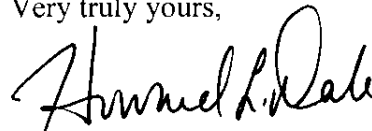
Ladies and Gentlemen:

Our office represents RMR Property Investments LLC. At this time we would like to file the enclosed Amended and Restated Articles of Organization of RMR Property Investments LLC.

Enclosed is our check in the amount of \$55.00 representing payment for the \$25.00 amendment filing fee and \$30.00 for a certified copy of the Amended and Restated Articles of Organization of RMR Property Investments LLC. Please return the certified copy to our office using the enclosed pre-paid federal express envelope.

Should you have any questions or concerns, please do not hesitate to contact our office.

Very truly yours,



Howard L. Dale

HLD/ap  
Enclosures

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF**

**RMR PROPERTY INVESTMENTS LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Amended and Restated Articles of Organization.

**ARTICLE 1 – NAME**

The name of the limited liability company shall be **RMR PROPERTY INVESTMENTS LLC** ("Company").

**ARTICLE 2 – ADDRESS**

The principal place of business of the Company in Florida shall be 3400 Agricultural Center Drive, St. Augustine, Florida 32092 and the mailing address shall be the same.

**ARTICLE 3 – EFFECTIVE DATE**

These Amended and Restated Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE 4 – DURATION**

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE 5 – PURPOSES AND POWERS**

The general purpose for which the Company is organized is to engage in the business of rental real estate and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

#### **ARTICLE 6 – REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Company is Steven T. Jenkins, at 3400 Agricultural Center Drive, St. Augustine, Florida 32092. The name and address of the registered agent of this Company is Steven T. Jenkins, 3400 Agricultural Center Drive, St. Augustine, Florida 32092.

#### **ARTICLE 7 – ADMISSION OF NEW MEMBERS**

No additional member(s) shall be admitted to the Company except with the written consent of the Members then holding at least two-thirds of all Votes of all Members in accordance with the Amended and Restated Operating Agreement. A member may not transfer his, her or its interest in the Company except as set forth in the Amended and Restated Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless approved in writing by the Members then holding at least two-thirds of all Votes of all Members in accordance with the Amended and Restated Operating Agreement.

#### **ARTICLE 8 – TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the Company is continued by the consent of the Members then holding at least two-thirds of all Votes of all Members in accordance with the Amended and Restated Operating Agreement.

#### **ARTICLE 9 – MANAGEMENT**

The Company shall be managed by a manager or manager(s) in accordance with Amended and Restated Operating Agreement adopted by the member(s) for the management of the business and affairs of the Company. The Amended and Restated Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Amended and Restated Articles of Organization. The names of all such manager(s) who is/are to serve as manager(s) is/are:

Operating Manager: Steven T. Jenkins

whose mailing addresses shall be the same as the principal office of the Company with a copy to Steven T. Jenkins 1962 Colina Court, Atlantic Beach, FL 32233.

IN WITNESS WHEREOF, the undersigned, all current Members have made and subscribe these Amended and Restated Articles of Organization at St. Augustine, Florida for the foregoing uses and purposes, this 27 day of September, 2012.

Signed, sealed and delivered  
in our presence:

Teresa Anderson  
Print Name Teresa Anderson

Maria L. Galvez  
Print Name MARIA L. GALVEZ

Ronald R. Avery  
RONALD R. AVERY, Member

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

BEFORE ME personally appeared Ronald R. Avery, personally known to me to be a Member of RMR Property Investments LLC, a Florida limited liability company, to me well known to be the individual described in and who, as such officer, executed the foregoing Amended and Restated Articles of Organization and who acknowledged before me that he executed the same in such capacity for and upon behalf of said company, and that the seal affixed to this Amended and Restated Articles of Organization is the common corporate seal of said company.

WITNESS my hand and official seal this 27<sup>th</sup> day of Sept, 2012, at \_\_\_\_\_, County and State aforesaid.

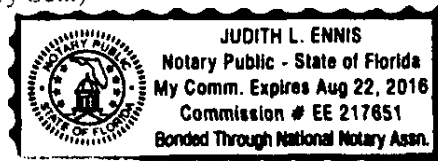
Judith L. Ennis  
Notary Public, State of

at Large

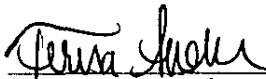
My commission expires:


Aug 22, 2016

(Notary Seal)



Signed, sealed and delivered  
in our presence:

  
Print Name Teresa Anderson

  
Print Name MARIA L. GALVEZ

  
STEVEN T. JENKINS, Member

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

BEFORE ME personally appeared Steven T. Jenkins, personally known to me to be a Member of RMR PROPERTY INVESTMENTS LLC, a Florida limited liability company, to me well known to be the individual described in and who, as such officer, executed the foregoing Amended and Restated Articles of Organization and who acknowledged before me that he executed the same in such capacity for and upon behalf of said company, and that the seal affixed to the Amended and Restated Articles of Organization is the common corporate seal of said corporation.

WITNESS my hand and official seal this 27<sup>th</sup> day of Sept, 2012, at \_\_\_\_\_,  
County and State aforesaid.

  
Notary Public, State of Florida

at Large

My commission expires: Aug 22, 2016

(Notary Seal)



FILED  
12 OCT -8 PM 4:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Signed, sealed and delivered  
in our presence:

Tereese Avery  
Print Name Tereese Avery  
STEFEN T. JENKINS  
Print Name STEFEN T. JENKINS

Howard C. Serkin  
HOWARD C. SERKIN, Member

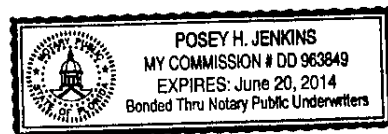
STATE OF FLORIDA  
COUNTY OF ~~ST. JOHNS~~ DUVAL

BEFORE ME personally appeared Howard C. Serkin, personally known to me to be a Member of RMR PROPERTY INVESTMENTS LLC, a Florida limited liability company, to me well known to be the individual described in and who, as such officer, executed the foregoing Amended and Restated Articles of Organization and who acknowledged before me that he executed the same in such capacity for and upon behalf of said company, and that the seal affixed to the Amended and Restated Articles of Organization is the common corporate seal of said corporation.

WITNESS my hand and official seal this 1<sup>ST</sup> day of Oct, 2012, at  
Duval, County and State aforesaid.

Posey H. Jenkins  
Notary Public, State of  
at Large  
My commission expires: June 20, 2014

(Notary Seal)



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**  
**IN ARTICLES OF ORGANIZATION**

Steven T. Jenkins, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

By: \_\_\_\_\_

Steven T. Jenkins