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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAR 21 AM 10:21

T. HAMPTON
MAR 22 2011
EXAMINER

COVER LETTER

TO: **Registration Section**
Division of Corporations

SUBJECT: GPS Communities, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Penny J Farr

Name of Person

Morris Manning & Martin, LLC

Firm/Company

3343 Peachtree Rd Ste 1600

Address

Atlanta, GA 30326

City/State and Zip Code

pfarr@mmmlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Gregg Smith

Name of Person

at (386) 871-1098

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



March 21, 2011

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Penny J. Farr
404-504-5468
pjf@mmmlaw.com
www.mmmlaw.com

RE: GPS Communities, LLC

Dear Sirs:

Please file the following documents in order to form the above referenced entity in Florida. Enclosed are the following documents for the filing:

1. Cover Letter
2. Articles of Organization for Florida Limited Liability Company
3. Check to Florida Department of State for \$125.00 fee.

For your convenience, I have enclosed a return envelope. Please process the Articles of Organization and return the Certificate to the undersigned.

Please call me if you have questions or concerns. Thank you for handling these filings for us.

Regards,

MORRIS, MANNING & MARTIN, LLP

Penny J. Farr
Paralegal
Enclosures

2996751 v01

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

GPS Communities, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

233 Bilbao Drive
St. Augustine, FL 32086

Mailing Address:

233 Bilbao Drive
St. Augustine, FL 32086

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Gregg Smith

Name

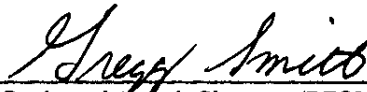
233 Bilbao Drive

Florida street address (P.O. Box **NOT** acceptable)

St Augustine FL 32086

City, State, and Zip

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 as provided for in Chapter 608, F.S.



Registered Agent's Signature (REQUIRED)

(CONTINUED)

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ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

Gregg Smith

233 Bilbao Drive

St. Augustine, FL 32086

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____. (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Gregg Smith

Typed or printed name of signee

Filing Fees:

**\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent**

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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11 MAR 21 AM 10:24