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COVER LETTER

, TO: . Registration Sec Division of Corp			
SUBJECT: ONIC-B	OCA CLUB, LLC	a Florida Limited Liab	ility Company
	Name of Lim	ited Liability Company	
The enclosed Articles of C	Organization and fee(s) are	e submitted for filing.	
Please return all correspon	dence concerning this ma	atter to the following:	
Edward A.	Storey III, Esc	quire	
		Name of Person	
Thorne & S	Storey, P.A.		
-		Firm/Company	
212 Pasad	ena Place, Suit	e A	
		Address	
Orlando, Flo			
		ity/State and Zip Code	
estorey@tsla		for future annual report notification)	<u> </u>
For further information co	ncerning this matter, pleas	se call:	
Edward A. Storey	III, Esquire	at (407) 488-122	2
Name of	Person	at (407) 488-122 Area Code & Daytime Te	lephone 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	Street/Courier Address Registration Section	<u>ss</u>

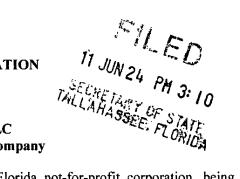
Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

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

ARTICLES OF ORGANIZATION

FOR

ONIC-BOCA CLUB, LLC a Florida Limited Liability Company



Orlando Neighborhood Improvement Corporation, a Florida not-for-profit corporation, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I. NAME

The name of the limited liability company is ONIC-BOCA CLUB, LLC (the "Company").

ARTICLE II. ADDRESS

The street address of the principal office of the Company is 101 South Terry Avenue, Orlando, Florida 32805. The mailing address of the principal office of the Company is 101 South Terry Avenue, Orlando, Florida 32805.

ARTICLE III. DURATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the written consent of the members of the Company.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are Thorne & Storey, P.A., 212 Pasadena Place, Suite A, Orlando, Florida 32803.

ARTICLE V. MANAGEMENT

The Company shall be managed by its members and is, therefore, a member-managed company. The initial and sole managing member of the Company is Orlando Neighborhood Improvement Corporation, a Florida not-for-profit corporation.

ARTICLE VI. PURPOSE

The nature of the business and of the purposes to be conducted and promoted by the Company is primarily to own, hold, sell, assign, transfer, operate, manage, lease, mortgage, pledge and otherwise deal with that certain apartment project located at 3114 C.R. Smith Street, Orlando, Orange County, Florida 32805. The Company may otherwise engage in any lawful business permitted by the Florida Limited Liability Company Act (Florida Statutes, Section 608.401 et seq., as amended) or the laws of any jurisdiction in which the Company may do business necessary to satisfy the purpose described herein.

ARTICLE VII. OPERATING AGREEMENT

The power to adopt the Operating Agreement of the Company shall be vested in the members of the Company. The power to alter, amend, or repeal the Operating Agreement of the Company shall be exercised by the members of the Company according to the terms thereof.

Dated this June 15, 2011.

ORLANDO NEIGHBORHOOD IMPROVEMENT CORPORATION, a Florida not-for-profit corporation

Robert E. Ansley, Jr.

President

ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, having been named in Article IV of the foregoing Articles of Organization for ONIC-BOCA CLUB, LLC as initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 608.415, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as registered agent of the limited liability company.

DATED, this 20 day of June, 2011.

REGISTERED AGENT:

THORNE & STOREY, P.A.

EDWARD A. SPO

President