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SECRETARY OF STATE
BIVISION OF CORPORATIONS

CORPDIRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSEE, FL 32301 222-1173

FILING COVER SHEET ACCT. #FCA-14

CONTACT:

Examiner's Initials

Kim Weidenbach

DATE:

10/14/11

REF. #:

RA4097.155579

CORP. NAME: <u>DESTIN CAPITAL INVESTORS II, LLC</u>

() ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT

() ANNUAL REPORT	() TRADEMARK/SERVICE MARK	() FICTITIOUS NAME
() FOREIGN QUALIFICATION	() LIMITED PARTNERSHIP	(XX) LIMITED LIABILITY
() REINSTATEMENT	() MERGER	() WITHDRAWAL
() CERTIFICATE OF CANCELLATIO	N	
() OTHER:		•
		
STATE FEES PREPAID W	TTH CHECK# <u>541820</u>	FOR \$ <u>160.00</u>
ATITUODIZATION FOD A	CCOUNT IF TO BE DEBITE	D.
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PLEASE RETURN:		
(XX) CERTIFIED COPY	(XX) CERTIFICATE OF GOOD STA	NDING () PLAIN STAMPED COPY
() CERTIFICATE OF STATUS		

() ARTICLES OF DISSOLUTION

Destin Capital Investors II Ll	
	iability Company, "L.L.C" or "LLC.")
ARTICLE II - Address: The mailing address and street address of the	principal office of the Limited Liability Company
Principal Office Address:	Mailing Address:
19501 Biscayne Blvd., Suite 400 Aventura, FL 33180	19501 Biscayne Blvd., Suite 400 Aventura, FL 33180
ARTICLE III - Registered Agent, Register	
ARTICLE III - Registered Agent, Register (The Limited Liability Company cannot serve as its own Registers)	red Office, & Registered Agent's Signature: egistered Agent. You must designate an individual or another
ARTICLE III - Registered Agent, Register (The Limited Liability Company cannot serve as its own Rebusiness entity with an active Florida registration.)	Aventura, FL 33180 red Office, & Registered Agent's Signature: egistered Agent. You must designate an individual or another ne registered agent are:
ARTICLE III - Registered Agent, Register (The Limited Liability Company cannot serve as its own Rebusiness entity with an active Florida registration.) The name and the Florida street address of the NRAI SERVICES, IN Na	Aventura, FL 33180 red Office, & Registered Agent's Signature: egistered Agent. You must designate an individual or another ne registered agent are: NC.
ARTICLE III - Registered Agent, Register (The Limited Liability Company cannot serve as its own Rebusiness entity with an active Florida registration.) The name and the Florida street address of the NRAI SERVICES, IN Na	Aventura, FL 33180 red Office, & Registered Agent's Signature: egistered Agent. You must designate an individual or another ne registered agent are: NC. me RK AVENUE
ARTICLE III - Registered Agent, Register (The Limited Liability Company cannot serve as its own Rebusiness entity with an active Florida registration.) The name and the Florida street address of the NRAI SERVICES, IN Na 515 EAST PAR Florida street	Aventura, FL 33180 red Office, & Registered Agent's Signature: egistered Agent. You must designate an individual or another ne registered agent are: NC. me RK AVENUE address (P.O. Box NOT acceptable)
ARTICLE III - Registered Agent, Register (The Limited Liability Company cannot serve as its own Rebusiness entity with an active Florida registration.) The name and the Florida street address of the NRAI SERVICES, IN Na 515 EAST PAR Florida street TALLAHASSEE	Aventura, FL 33180 red Office, & Registered Agent's Signature: egistered Agent. You must designate an individual or another ne registered agent are: NC. me RK AVENUE

ited fall accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Patricia Tadlock

Assistant Secretary

(CONTINUED)

Page 1 of 2

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

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

"MGR" = Manager	
"MGRM" = Managing Memb	er
MGRM	TURNBERRY RETAIL HOLDING, L.P.
	19501 Biscayne Blvd., Suite 400
	Aventura, FL 33180
(Use attachment if necessary)	
(Use attachment if necessary)	•
CLE V: Effective date, if other	than the date of filing: (OPTIONA)
CLE V: Effective date, if other effective date is listed, the date	than the date of filing: (OPTIONAl must be specific and cannot be more than five business days
CLE V: Effective date, if other	than the date of filing: (OPTIONAl must be specific and cannot be more than five business days
CLE V: Effective date, if other effective date is listed, the date	than the date of filing: (OPTIONAl must be specific and cannot be more than five business days
CLE V: Effective date, if other effective date is listed, the date 0 days after the date of filing.)	than the date of filing: (OPTIONAl must be specific and cannot be more than five business days
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CLE V: Effective date, if other effective date is listed, the date days after the date of filing.) REQUIRED SIGNATURE: Signature of (In accordance with se	than the date of filing: (OPTIONA must be specific and cannot be more than five business days a member or an authorized representative of a member.
CLE V: Effective date, if other effective date is listed, the date 0 days after the date of filing.) REQUIRED SIGNATURE: Signature of (In accordance with seconstitutes an affirma)	a member. Than the date of filing: (OPTIONAl must be specific and cannot be more than five business days a member an authorized representative of a member. The specific and cannot be more than five business days a member are true.
CLE V: Effective date, if other offective date is listed, the date days after the date of filing.) REQUIRED SIGNATURE: Signature of the date of filing of the date of the date of filing.	than the date of filing: (OPTIONAl must be specific and cannot be more than five business days a member or an authorized representative of a member.

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)