

Division of Corporations

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FLORIDA LIMITED LIABILITY CO.
Uptown San Marco Properties, LLC

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ARTICLES OF ORGANIZATION
OF
UPTOWN SAN MARCO PROPERTIES, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I
NAME AND ADDRESSES

The name of the limited liability company shall be **UPTOWN SAN MARCO PROPERTIES, LLC** (the "Company"). The principal place of business of the Company in Florida shall be 6573 Nassau Street, St. Augustine, Florida 32080, and the mailing address of the Company shall be the same.

ARTICLE II
DURATION

The Company shall commence its existence on the date these Articles of Organization are executed. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization or in accordance with law.

ARTICLE III
PURPOSES AND POWERS

The general purpose for which the Company is organized is 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.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida are Russell H. Showalter, Jr., Esq., c/o Dale, Bald, Showalter, Mercier & Green, P.A., 200 West Forsyth Street, Suite 1100, Jacksonville, Florida 32202.

ARTICLE V
MANAGEMENT

The Company shall be managed by one or more Managers, in accordance with the Operating Agreement adopted by the Members for the management of the business and affairs of the Company. Such operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

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IN WITNESS WHEREOF, the undersigned organizer and authorized representative of the Members has made and subscribed these Articles of Organization at Jacksonville, Duval County, Florida, for the foregoing uses and purposes this 17th day of November, 2011.

UPTOWN SAN MARCO PROPERTIES, LLC

By: Russell H. Showalter, Jr.
 Russell H. Showalter, Jr., its organizer and
 authorized representative of the Members

STATE OF FLORIDA
 COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 17th day of November, 2011, by Russell H. Showalter, Jr. He ☒ is personally known to me or ☐ has produced _____ as identification.



Michael A. Candeto
 Notary Public, State of Florida at Large
 Name Typed or Printed: Michael A. Candeto
 My commission expires: 5/24/2013

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of UPTOWN SAN MARCO PROPERTIES, LLC, as the registered agent of this limited liability company hereby consents to his appointment as registered agent of the Company and hereby states that the undersigned is familiar with, and accepts, the obligations of the position of registered agent provided for in Chapter 608, Florida Statutes.

Russell H. Showalter, Jr.
 Russell H. Showalter, Jr., Registered Agent

Dated: November 17, 2011

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 TALLAHASSEE, FLORIDA

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