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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 APR 13 PM 1:09



**Dean, Mead & Bovay, P.A.**

901 NW 57<sup>th</sup> Street  
Gainesville, FL 32605

352-331-9092  
352-331-6895 Fax  
www.deanmead.com

**Attorneys and Counselors at Law**

Orlando  
Fort Pierce  
Viera  
Gainesville

**RICHARD I. WITHERS**  
rwithers@deanmead.com

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 APR 9 11:09

April 11, 2012

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

Dear Sir/Madam:

Enclosed please find the following original documents for filing:

1. Articles of Incorporation of Sound Foundation Real Estate, Inc.; and
2. Articles of Organization of Gainesville Real Estate, LLC.

Also enclosed is our firm check in the amount of \$233.74 (\$78.75 for the filing and certificate of status fees for Sound Foundation Real Estate, Inc. and \$155.00 for the filing and certified copy fee for Gainesville Real Estate, LLC).

Once filed, please return the documents to our office. A self-addressed stamped envelope has been provided for your convenience.

Sincerely,

Richard I. Withers

**ARTICLES OF ORGANIZATION  
OF  
GAINESVILLE REAL ESTATE, LLC**

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DIVISION OF CORPORATIONS  
12 APR 13 PM 1:09

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

**ARTICLE I - NAME OF COMPANY**

The name of the limited liability company is GAINESVILLE REAL ESTATE, LLC (the "Company").

**ARTICLE II - PRINCIPAL OFFICE**

The street address, and the mailing address, of the principal office of the Company is 2603 N.W. 13th Street, PMB 301, Gainesville, Florida 32609.

**ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company in the State of Florida is 901 N.W. 57th Street, Gainesville, Florida 32605. The name of the registered agent of the Company at that address is Richard I. Withers.

**ARTICLE IV - MANAGEMENT**

The Company is to be a manager-managed company. The name and address of the initial manager of the Company is Eric Gingras, 2603 N.W. 13th Street, PMB 301, Gainesville, Florida 32609.

ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

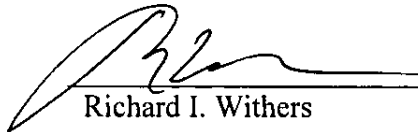
The undersigned authorized member-representative has made and subscribed these Articles of Organization this 6 day of April, 2012.

*Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

  
Eric Gingras

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

  
Richard I. Withers

Date: April 6, 2012