

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L12000074157
FILED 8:00 AM
June 04, 2012
Sec. Of State
jsaulsberry

Article I

The name of the Limited Liability Company is:

FLA WATERFORD CLASS A, LLC

Article II

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

1343 MAIN STREET SUITE 700
SARASOTA, FL. US 34236

The mailing address of the Limited Liability Company is:

1343 MAIN STREET SUITE 700
SARASOTA, FL. US 34236

Article III

The purpose for which this Limited Liability Company is organized is:

TO SOLELY OPERATE AS SINGLE PURPOSE ENTITY (SPE) MANAGER OF
FLA WATERFORD LLC, A FL LLC (WATERFORD) & TO HOLD AS ITS
SOLE ASSET, A NO LESS THAN 0.5% MEMBERSHIP INTEREST IN
WATERFORD & SUCH OTHER LAWFUL INCIDENTAL OR NECESSARY
ACTIVITIES.

Article IV

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

WESTWIND PROPERTY MANAGMEMENT
1343 MAIN STREET SUITE 201
SARASOTA, FL. 34236

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.

Registered Agent Signature: KIMBERLY M MCALLISTER

Article V

The name and address of managing members/managers are:

Title: MGR
LAWRENCE J FOX
1343 MAIN STREET SUITE 700
SARASOTA, FL. 34236 US

Title: MGR
FRED COCHRAN
1343 MAIN STREET SUITE 700
SARASOTA, FL. 34236 US

L12000074157
FILED 8:00 AM
June 04, 2012
Sec. Of State
jsaulsberry

Signature of member or an authorized representative of a member

Electronic Signature: FRED COCHRAN

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.