

#L12000075350

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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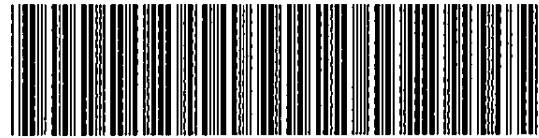
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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06/05/12--01006--011 **155.00

RECEIVED
DEPARTMENT OF STATE
12 JUN -5 AM 11:01

FILED
12 JUN -5 AM 10:03
STATEMENT OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
JUN 6 2012

GUILDAY, TUCKER, SCHWARTZ & SIMPSON, P.A.

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CRAWFORDVILLE, FLORIDA 32327

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* BOARD CERTIFIED CONSTRUCTION LAWYER
** BOARD CERTIFIED CIVIL TRIAL LAWYER
◊ ALSO ADMITTED IN GA

June 5, 2012

Hand Delivery

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

RE: Athena Properties of North Florida, LLC

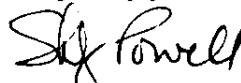
To Whom It May Concern:

Enclosed please find the following documents:

- One original Articles of Organization for filing;
- One copy of the Articles of Organization for a certified copy; and
- A check (No. 3340) in the amount of \$155.00 for the filing fee and expense of one certified copy.

If you have any questions regarding this matter, please feel free to contact me at 926-8245.

Very truly yours,


Shelly Powell

Enclosures

**ARTICLES OF ORGANIZATION
OF
Athena Properties of North Florida, LLC**

FILED
12 JUN -5 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is Athena Properties of North Florida, LLC (hereinafter referred to as the "Company").

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose.

The purpose for which the Company is organized is to engage in any and all business activities permitted by the Act and any other applicable laws of the State of Florida including investing in and leasing real estate. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address of Place of Business.

The street address and mailing address for the Company is 179 Bay Pine Drive, Crawfordville, FL 32327, respectively. This address may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company is Frances Casey Lowe, Esq. and the initial registered office is located at 3042 Crawfordville Highway, Crawfordville, Florida, 32327.

6. Units of Ownership.

The maximum number of units of equity ownership which the company is authorized to have outstanding is 1000 units.

7. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

8. Members.

The Company shall initially have two (2) members and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

9. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that, under the Act, would result in dissolution of the Company, the continuation of the business of the Company will be determined per the terms of the Operating Agreement and if not existing then upon obtaining prior written consent of all remaining members of the Company.

10. Management.

The overall management and control of the business and affairs of the Company shall be vested in its members as a member-managed company, as provided in these Articles of Organization and section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company. The initial managing members are as follows:

Title:

Name and Address:

Managing Member

David Proulx
179 Bay Pine Drive
Crawfordville, FL 32327

Managing Member

Courtney McMillian
68 Appaloosa Road
Crawfordville, FL 32327

11. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to full extent permitted under the Act.

Executed at Crawfordville, Florida on June 4, 2012.

By: Frances Casey Lowe
Frances Casey Lowe, Esquire
Attorney for Athena Properties of North Florida, LLC


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT WITH WHOM PROCESS MAY BE SERVED.

Pursuant to the provisions of Section 608.507 Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is Athena Properties of North Florida, LLC.
2. The name of the registered agent and office is Frances Casey Lowe and the initial, registered office is located at 3042 Crawfordville Highway, Crawfordville, Florida 32327.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above limited liability company, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to being available at said location.


Frances Casey Lowe, Registered Agent