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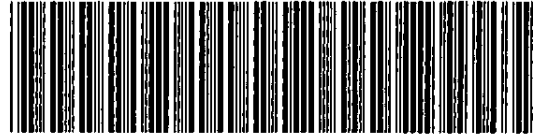
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D. BRUCE

JUN 25 2012

EXAMINER

Daniel D. Peck
J.D., Member FL Bar
Peter M. Starling
J.D., Member FL and KY Bar

Peck & Peck, P.A.

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June 19, 2012

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Blacksburg APF Partners, LLC

Dear Madam:

Enclosed herewith for filing is the original and one copy of the Articles of Organization for the above named limited liability company, together with a check to your order in the sum of \$130.00 representing the filing fee (\$125.00 plus \$5.00 for a certificate evidencing the organization).

Please process the enclosed Articles and return the stamped copy of the Articles, with the Certificate, to the undersigned in the envelope provided.

Thank you for your attention to this matter.

Sincerely,


Daniel D. Peck

DDP/tlc

Enclosures

cc: David A. Street

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**ARTICLES OF ORGANIZATION
OF
BLACKSBURG APF PARTNERS, LLC**

1. Name. The name of this limited liability company is BLACKSBURG APF PARTNERS, LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence commencing on the filing of the Articles of Organization with the State of Florida and continues even though a membership of a member is terminated.

3. Purpose. The Company is organized for the purpose of buying, selling, owning, improving, leasing, maintaining and constructing on real property referred to as First and Main in Blacksburg, Virginia and described as Parcel One and as lessee of Parcel Two which is a mixed use development with developed and undeveloped parcels which is listed for sale at \$12,500,000. It includes about 20 acres with just under 130,000 square feet of retail stores or restaurants with four additional outparcels to develop or sell and rights to acquire additional land and to engage in all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 9896 Brassie Bend, Naples, Florida 34108.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Daniel D. Peck. The street address of the initial registered agent of the Company is 5801 Pelican Bay Boulevard, Suite 103, Naples, Florida 34108-2709.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

7. Management of the Company. The Company shall be managed by one manager, in accordance with the Regulations adopted by all of the members. The manager is:

David A. Street
9896 Brassie Bend
Naples, Florida 34108

8. Members of the Company. The name and address of the two initial members are:

David A. Street
9896 Brassie Bend
Naples, Florida 34108

Elyssa A. Street
9896 Brassie Bend
Naples, Florida 34108

9. Voting. The Company is authorized to issue membership interests with voting rights and membership interests without voting rights.

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10. Certificated Interests. The member's interests in the Company may but need not be evidenced by certificates.

11. Member's Rights. Pursuant to section 608.4235 of the Florida Statutes, no member of the Company other than the manager shall be an agent of the company solely by virtue of being a member, and no member other than the manager shall have authority to incur debt or contractual liability on behalf of the company solely by virtue of being a member. Any Operating Agreement of the company as defined in section 608.402(24) of the Florida Statutes must be in writing and signed by the initial member.

The undersigned Manager being authorized by the Members freely executed these Articles of Organization effective the 14 day of June, 2012, affirming under penalties of perjury that the facts herein are true.


David A. Street, Manager and Member

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Daniel D. Peck, Registered Agent

Dated: June 18, 2012

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