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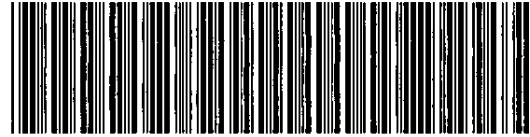
(Business Entity Name)

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JUL 31 2012

T. HAMPTON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ONIC-CALLAHAN OAKS, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Edward A. Storey, III

Name of Person

Thorne & Storey, P.A.

Firm/Company

212 Pasadena Place

Address

Orlando, Florida 32803

City/State and Zip Code

estorey@tslawgroup.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Edward A. Storey, III, Esq.

Name of Person

at (407) 488-1222

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☒ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address

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

Street/Courier Address

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

ARTICLES OF ORGANIZATION

FOR

12 JUL 30 AM 11:53

**ONIC-CALLAHAN OAKS, LLC
a Florida Limited Liability Company**

Orlando Neighborhood Improvement Corporation, a Florida not-for-profit corporation, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I. NAME

The name of the limited liability company is ONIC-CALLAHAN OAKS, LLC (the "Company").

ARTICLE II. ADDRESS

The street address of the principal office of the Company is 101 South Terry Avenue, Orlando, Florida 32805. The mailing address of the principal office of the Company is 101 South Terry Avenue, Orlando, Florida 32805.

ARTICLE III. DURATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the written consent of the members of the Company.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are Thorne & Storey, P.A., 212 Pasadena Place, Orlando, Florida 32803.

ARTICLE V. MANAGEMENT

The Company shall be managed by its members and is, therefore, a member-managed company. The initial and sole managing member of the Company is Orlando Neighborhood Improvement Corporation, a Florida not-for-profit corporation.

ARTICLE VI. PURPOSE

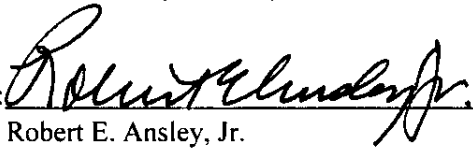
The nature of the business and of the purposes to be conducted and promoted by the Company is primarily to own, hold, sell, assign, transfer, operate, manage, lease, mortgage, pledge and otherwise deal with that certain apartment project located at 651 W. Jefferson Street, Orlando, FL 32801. The Company may otherwise engage in any lawful business permitted by the Florida Limited Liability Company Act (Florida Statutes, Section 608.401 et seq., as amended) or the laws of any jurisdiction in which the Company may do business necessary to satisfy the purpose described herein.

ARTICLE VII. OPERATING AGREEMENT

The power to adopt the Operating Agreement of the Company shall be vested in the members of the Company. The power to alter, amend, or repeal the Operating Agreement of the Company shall be exercised by the members of the Company according to the terms thereof.

Dated this July 16, 2012.

ORLANDO NEIGHBORHOOD
IMPROVEMENT CORPORATION,
a Florida not-for-profit corporation

By: 
Robert E. Ansley, Jr.
President

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

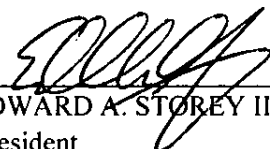
THE UNDERSIGNED, having been named in Article IV of the foregoing Articles of Organization for ONIC-CALLAHAN OAKS, LLC as initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 608.415, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as registered agent of the limited liability company.

DATED, this 16 day of July, 2012.

REGISTERED AGENT:

THORNE & STOREY, P.A.

By: _____


EDWARD A. STOREY III
President

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