

01/28/2014

P.001/005

L140000015718

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H14000021417 3)))



H140000214173ABCU

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

EFFECTIVE DATE

1-28-14

## To:

Division of Corporations  
Fax Number : (850) 617-6383

## From:

Account Name : FELDMAN & ROBACK  
Account Number : 120000000106  
Phone : (941) 758-8888  
Fax Number : (941) 870-1622

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: MHF@FeldmanRoback.com

MHF@FeldmanRoback.com

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

14 JAN 28 AM 8:55

FILED

## FLORIDA LIMITED LIABILITY CO.

## Residential Equity Holdings, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

RECEIVED

14 JAN 28 PM 12:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

JAN 29 2014

T. BROWN

**FILED**

14 JAN 28 AM 8:55

Fax Audit No:  
H14000021417 3

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
of

**EFFECTIVE DATE**  
1-28-14

**RESIDENTIAL EQUITY HOLDINGS, LLC**

These Articles of Organization are adopted for the purpose of forming a limited liability company under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

**ARTICLE ONE: NAME**

The name of the Company is Residential Equity Holdings, LLC.

**ARTICLE TWO: PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Company shall be located at 11806 Clubhouse Dr., Lakewood Ranch, FL 34202, and its mailing address shall be the same as its principal office address, until and unless such principal office location or mailing address is subsequently changed by the Company. The Company may also establish and maintain any other locations or mailing addresses as is determined by the Company to be appropriate.

**ARTICLE THREE: COMMENCEMENT AND DURATION**

The Company shall commence its existence on 28 January 2014 and it shall exist perpetually thereafter.

**ARTICLE FOUR: OPERATING AGREEMENT**

The Company shall adopt an Operating Agreement by affirmative unanimous vote or consent of all the Members of the Company, which may thereafter be amended or repealed only upon the same affirmative unanimous vote or consent. The Operating Agreement must be in writing and shall be signed by all Members, establishing their consent thereto.

Fax Audit No:  
H14000021417 3

Fax Audit No:  
H14000021417 3

#### ARTICLE FIVE: MEMBERSHIP

The initial Members of the Company are those one or more persons or entities joining in execution of the Operating Agreement, each such Member having the percentage, proportion, or share specified therein, referred to as the Membership Interest. The initial Members authorize the undersigned signatory of these Articles of Organization to submit the same for filing with the Florida Department of State, as their authorized representative.

Additional Members shall be admitted to the Company only in accordance with the Operating Agreement. No Membership Interest may be transferred and no additional Members shall be admitted to the Company except as specifically set forth in the Operating Agreement and in strict compliance therewith.

Unless otherwise specified in the Operating Agreement, decisions to be made or actions to be undertaken by the Members shall be made or undertaken by absolute majority vote therefor or consent thereto of the Membership Interests, not by a majority in number of the Members themselves. For this and all other voting or consent determinations, each Membership Interest shall be calculated as a percentage of the whole and each Member shall have the right to the number of votes equal to that percentage.

The remaining Members shall have the right to continue the business of the Company upon the death, disability, retirement, resignation, withdrawal, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company.

#### ARTICLE SIX: MANAGEMENT

The Company shall be a manager-managed Company and it shall be managed by one or more Managers appointed by the Members in accordance with the Operating Agreement. Until such time as one or more successor Managers are appointed by the Members, there shall be one Manager of the Company and that Manager is Bradley C. Good, whose address is 11806 Clubhouse Dr., Lakewood Ranch, FL 34202.

Fax Audit No:  
H14000021417 3

Fax Audit No:  
H14000021417 3

#### ARTICLE SEVEN: REGISTERED OFFICE AND AGENT

The Registered Office of the Company is at 3908 26th St W, Bradenton, FL 34205, and the Registered Agent at that address is Agency Agents, LLC, a Florida limited liability company. The Company may subsequently change either or both the Registered Office and Registered Agent from time-to-time hereafter.

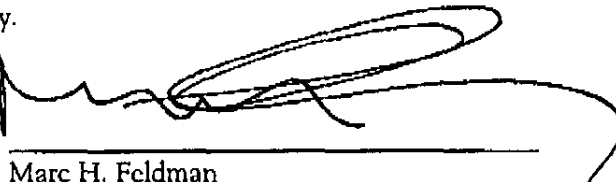
#### ARTICLE EIGHT: INDEMNIFICATION

The Company may indemnify and advance expenses to a Member, Manager, employee or agent of the Company in connection with any proceeding, to the extent permitted by and in accordance with applicable law and the Operating Agreement.

#### ARTICLE NINE: AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended only upon the affirmative unanimous vote or consent thereto of all the Members.

In Witness Whereof, these Articles of Organization are executed on 28 January 2014 by Marc H. Feldman, as authorized representative for the initial Member or Members of the Company.



Marc H. Feldman

Fax Audit No:  
H14000021417 3

Fax Audit No:  
H14000021417 3

**ACCEPTANCE OF APPOINTMENT**  
**as**  
**REGISTERED AGENT**

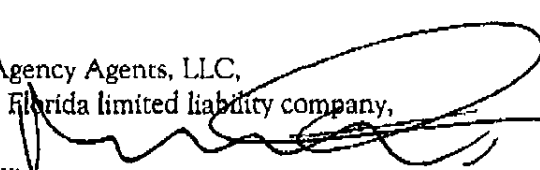
Agency Agents, LLC, a Florida limited liability company, hereby accepts its appointment as Registered Agent for Residential Equity Holdings, LLC, a Florida limited liability company, and will maintain the Registered Office of the Company in Manatee County, Florida, at 3908 26th St W, Bradenton, FL 34205.

Agency Agents, LLC, is familiar with and accepts the obligations imposed upon it as Registered Agent under Florida law.

Dated: 28 January 2014.



Agency Agents, LLC,  
a Florida limited liability company,

by:   
Marc H. Feldman, Manager

Fax Audit No:  
H14000021417 3