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Division of Corporations

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Florida Department of State
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**FLORIDA LIMITED LIABILITY CO.
QUALITY PROPERTIES OF NORTHWEST FLORIDA, LLC**

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**ARTICLES OF ORGANIZATION
OF**

QUALITY PROPERTIES OF NORTHWEST FLORIDA, LLC

The undersigned, as the authorized representative of the member of this limited liability company formed under the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes (2013), adopts the following Articles of Organization for such limited liability company:

ARTICLE I

Name

The name of the Company is QUALITY PROPERTIES OF NORTHWEST FLORIDA, LLC (the "Company").

ARTICLE II

Principal Office and Mailing Address

The Company's mailing address and street address of its principal office is:

6233 Tributary Street
Pensacola, FL 32526

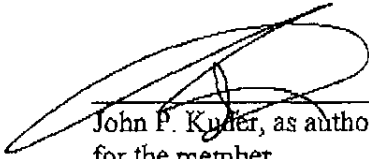
ARTICLE III

Initial Registered Agent

The name and street address of the Company's initial registered agent for service of process is:

John P. Kuder
25 West Government Street
Pensacola, FL 32502

Dated this 4th day of Feb, 2014.


John P. Kuder, as authorized representative
for the member

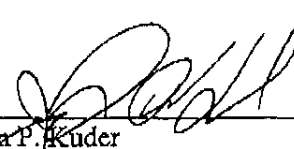
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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for QUALITY PROPERTIES OF NORTHWEST FLORIDA, LLC, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 4th day of Jan., 2014.



John P. Kuder
25 West Government Street
Pensacola, FL 32502
Registered Agent