

Division of Corporations

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**L14000066689**

**Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet**

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**To:**  
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Fax Number : (850) 617-6383

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Account Name : MCLIN & BURNSED P.A.  
Account Number : 104657003604  
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**FLORIDA LIMITED LIABILITY CO.  
TSL SS PropCo, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	04 5
Estimated Charge	\$130.00

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14 APR 23 AM 10:07  
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TALLAHASSEE, FLORIDA

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April 23, 2014

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

MCLIN & BURNSED P.A.

SUBJECT: TSL SS PROPCO, LLC  
REF: W14000025571

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Teresa Brown  
Regulatory Specialist II

FAX Aud. #: H14000095601  
Letter Number: 314A00008623

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TALLAHASSEE, FLORIDA

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**TSL SS PROPCO, LLC  
ARTICLES OF ORGANIZATION**

Effective at 12:01 a.m. on the date of this filing, TSL SS PropCo, LLC, a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby submit the following Articles of Organization pursuant to Section 605, Fla. Stat.

**ARTICLE 1  
NAME**

The name of the limited liability company shall be TSL SS PropCo, LLC.

**ARTICLE 2  
DURATION**

The period of duration of the Limited Liability Company shall be perpetual, unless the Limited Liability Company is dissolved pursuant to provisions of the Florida Limited Liability Company Act, the Articles of Organization of the Limited Liability Company, or the Operating Agreement of the Limited Liability Company.

**ARTICLE 3  
PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE 4  
STREET ADDRESS OF PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company shall be: 1020 Lake Sumter Landing, The Villages, Florida 32162.

**ARTICLE 5  
MANAGEMENT**

The Company shall be managed by one manager. The name and address of the persons who shall serve as manager until the next meeting of members or until its successor is elected and qualified is as follows: Titan Senior Living, LLC, a Texas limited liability company, 6300 Riverside Plaza Ln., NW, Suite 200, Albuquerque, New Mexico, 87120. The manager shall be elected as provided in the Operating Agreement.

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**ARTICLE 6  
ADMISSION OF ADDITIONAL MEMBERS**

Members shall have the right to admit additional members pursuant to the Operating Agreement adopted by the Company.

**ARTICLE 7  
MEMBERS RIGHTS TO CONTINUE BUSINESS**

The right of the remaining members of the Company to continue the business on the death, retirement, resignation, 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, shall be carried out as provided for in the Operating Agreement adopted by the Company.

**ARTICLE 8  
REGISTERED AGENT**

The name and street address of the current registered agent of the Company in the State of Florida is:

Brian D. Hudson, Esq.  
McLin & Burnsed P.A.  
1028 Lake Sumter Landing  
The Villages, FL 32162

A written statement as prescribed by the Florida Department of State pursuant to Section 605, Fla. Stat. is attached to these Articles of Organization.

IN WITNESS WHEREOF, the undersigned authorized representative of the members has executed these Articles of Organization on this 22 day of April, 2014.

TSL SS COMMON, LLC, a Texas limited liability company, its Member

BY: TITAN SENIOR LIVING, a Texas limited liability company, its Manager

By: [Signature]  
Name: Kevin L Reid  
Title: Managing Member

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

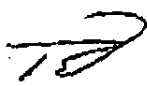
PURSUANT TO THE PROVISIONS OF SECTION 605, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: TSL SS PropCo, LLC
2. The name and the Florida street address of the registered agent and office are:

Brian D. Hudson, Esq.  
McLin & Burnsed P.A.  
1028 Lake Sumter Landing  
The Villages, FL 32162

**ACCEPTANCE BY REGISTERED AGENT:**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this Certificate, 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 obligations of my position as registered agent as provided for in Chapter 605, Fla. Stat.

  
\_\_\_\_\_  
Brian D. Hudson, Esq.  
Registered Agent