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**FLORIDA LIMITED LIABILITY CO.  
Harbor Retirement Operating, LLC**

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**ARTICLES OF ORGANIZATION  
FOR  
HARBOR RETIREMENT OPERATING, LLC  
a Florida Limited Liability Company**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

**ARTICLE I. NAME**

The name of the limited liability company is: **Harbor Retirement Operating, LLC** (the "Company").

**ARTICLE II. ADDRESS**

The mailing address and street address of the principal office of the Company is 1440 Highway A1A, Vero Beach, Florida 32963.

**ARTICLE III. DURATION**

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Operating Agreement of the Company 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 is National Corporate Research, Ltd., Inc., 155 Office Plaza Drive, Tallahassee, Florida 32301.

**ARTICLE V. MANAGEMENT**

The Company shall be a manager-managed company. The manager or managers shall be appointed in accordance with the terms of the Company's Operating Agreement.

**ARTICLE VI. 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 30<sup>th</sup> day of September, 2014.

  
\_\_\_\_\_  
Bruce W. Marin, Authorized Representative

**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article IV of the foregoing Articles of Organization for **HARBOR RETIREMENT OPERATING, 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 605.0113, 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 30 day of September, 2014.

**REGISTERED AGENT:**

**National Corporate Research, Ltd., Inc., a  
Delaware corporation**

By: Colleen McMahon  
Colleen McMahon, Assistant Secretary

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