

**L16000079514**

Division of Corporations

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Florida Department of State  
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**RECEIVED****16 APR 22 AM 8:21**SECRETARY OF STATE  
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**FLORIDA LIMITED LIABILITY CO.  
US Residential Real Estate LLC**

Certificate of Status	1
Certified Copy	1
Page Count	05
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**16 APR 22 AM 2:00****FILED**

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**ARTICLES OF ORGANIZATION  
OF  
US RESIDENTIAL REAL ESTATE LLC**

The undersigned, acting as the organizer of US Residential Real Estate LLC, under the Florida Revised Limited Liability Company Act, Chapter 605, Fla. Stat., adopts, the following Articles of Organization:

**ARTICLE I – Name:**

The name of the limited liability company is US Residential Real Estate LLC (the “Company”).

**ARTICLE II – Address:**

The mailing address and street address of the principal office of the limited liability company is 2001 Summit Park Drive, Suite 300, Orlando, Florida 32810.

**ARTICLE III – Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV – Management:**

The Company is to be managed by a Manager. The Manager shall be elected as described in the Operating Agreement. The name and address of the Manager to serve as the Manager until the first annual meeting of Members or until his successor is elected and qualified is:

<u>Name</u>	<u>Address</u>
Brian Warner	2001 Summit Park Drive, Suite 300 Orlando, Florida 32810

**ARTICLE V – Admission of Additional Members:**

The Company shall admit new Members upon the approval of a majority of the voting interests.

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IN FLORIDA

**ARTICLE VI – Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 605, Fla. Stat.

**ARTICLE VII – Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Brian Warner, and the street address of the Company's initial registered office is 2001 Summit Park Drive, Suite 300, Orlando, Florida 32810.

**ARTICLE VIII – Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IX – Indemnification:**

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

**ARTICLE X – Continuation of Business:**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon 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.

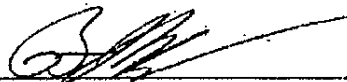
**ARTICLE XI – Membership Units:**

The Company will issue membership units to reflect the ownership of the Company. Each membership unit, as of the date hereof, has a par value equal to Eleven Thousand Six Hundred Ninety-Five Euros (€11,695).

Any additional capital contributions to the capital of the Company will increase the par value of the membership units and is subject to an amendment of these Articles of Organization.

At a meeting of the Members, and pursuant to an affirmative vote of the Members and a written action of the Members (all in accordance with the Operating Agreement), the Members may decide to reduce the capital of the Company and repay all or a portion of the capital contributions ("Repayment of Capital"). The Repayment of Capital shall cause a reduction in the par value of the membership units reflective of the repayment of the capital contributions. A reduction in the par value of the membership units shall be made by an amendment of these Articles of Organization. The Repayment of Capital shall be made to the Members in accordance with the ownership of the membership units.

IN WITNESS WHEREOF, the undersigned Authorized Representative has executed these Articles of Organization as of this 21 day of April, 2016.



\_\_\_\_\_  
Brian Warner, Authorized Representative

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

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is US Residential Real Estate LLC.
2. The name and address of the registered agent and office is:

Brian Warner  
2001 Summit Park Drive, Suite 300  
Orlando, Florida 32810

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.



Brian Warner

Dated this 21 day of April, 2016.