

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA LIMITED LIABILITY CO.
Washington Gardens Apartments - Atlanta, LLC

Certificate of Status	0
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**WASHINGTON GARDENS APARTMENTS – ATLANTA, LLC
ARTICLES OF ORGANIZATION**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I — NAME:

The name of the limited liability company is Washington Gardens Apartments – Atlanta, LLC (the "Company").

ARTICLE II — ADDRESS:

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

c/o Asia Capital Real Estate
822 A1A North, Suite 310
Ponte Vedra, Florida 32082

ARTICLE III – COMMENCEMENT OF EXISTENCE:

The Company shall exist perpetually. The existence of the Company commences on February 21, 2017, unless the filing of these Articles of Organization occurs more than five (5) business days thereafter, in which event such existence commences on the date and at the time when these Articles of Organization are filed with the Florida Secretary of State.

ARTICLE IV – CONTINUATION OF LIMITED LIABILITY COMPANY:

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company is not dissolved and is not required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

ARTICLE V – REGISTERED AGENT AND OFFICE:

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

CT Corporation System
1200 South Pine Island Road, Suite 250
Plantation, Florida 33324

ARTICLE VI -- MANAGEMENT AND AUTHORITY:

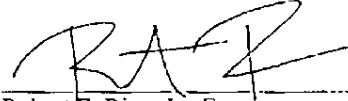
The Company shall be a manager-managed company. Pursuant to Section 605.0407, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no

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member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 21st day of February, 2017.



Robert E. Riva, Jr., Esq.
Authorized Representative of a Member

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and the undersigned acknowledges that it is familiar with, and accepts, the obligations of such position.

CT Corporation System

Date: February 21, 2017

By: *Madonna Cuddihy*
Name: Madonna Cuddihy
Title: Special Assistant Secretary

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SULLIVAN COUNTY, FLORIDA