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Florida Department of State

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Email Address: Brian.Hudson@thevillages.com

**FLORIDA LIMITED LIABILITY CO.
VBH PROPERTIES, LLC**

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SEP 26 2018

**ARTICLES OF ORGANIZATION
OF
VBH PROPERTIES, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, pursuant to Chapter 605 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

ARTICLE I. NAME

The name of the limited liability company is **VBH PROPERTIES, LLC** (the "Company").

ARTICLE II. MAILING AND STREET ADDRESS

The street address of the principal office and the mailing address of the Company shall be 3619 Kiessel Road, The Villages, Florida 32163.

ARTICLE III. REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered office of the Company in the State of Florida is Brian D. Hudson, Esq., 3617 Kiessel Road, The Villages, Florida 32163.

ARTICLE IV. DURATION

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

ARTICLE V. MANAGEMENT

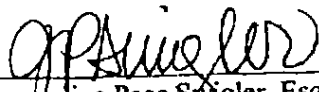
The Company shall be a manager-managed limited liability company. The initial Manager of the Company will be:

The Villages Land Company, LLC, -	3619 Kiessel Road
A Florida limited liability Company	The Villages, Florida 32163

ARTICLE VI. AUTHORIZED REPRESENTATIVE

The name and address of the authorized representative of the organizing member of the Company executing these articles of organization is Jacqueline Pace Swigler, 4221 W. Boy Scout Blvd., Suite 1000, Tampa, FL 33607.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on September 24, 2018.

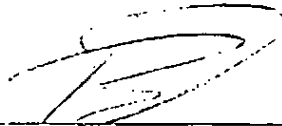


Jacqueline Pace Swigler, Esq.
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 24 day of September, 2018.



Brian D. Hudson, Esq.

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