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**FLORIDA LIMITED LIABILITY CO.
Las Palmas Apartments LLC**

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Las Palmas Apartments LLC

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ARTICLES OF ORGANIZATION**OF****Las Palmas Apartments LLC**

The undersigned Manager(s), for forming a Florida Limited Liability Company pursuant to Chapter 605 of the Florida Statutes, hereby adopts the Following Articles of Organization.

ARTICLE I: NAME

The name of the LLC shall be:

Las Palmas Apartments LLC

ARTICLE II: PRINCIPAL OFFICE

The principal place of business of this LLC shall be:

**1915 Agora Circle
Palm Bay, FL 32909**

The mailing address of this LLC shall be:

**PO Box 100906
Palm Bay, FL 32910**

ARTICLE III: REGISTERED AGENT

The name and Florida street address of the limited liability company's registered agent:

**Antonia Garayalde
1915 Agora Circle
Palm Bay, FL 32909**

ARTICLE IV: MEMBERS AND MANAGERS

The names and street addresses of the initial Manager(s) and Managing Member(s), if any, who shall hold office the first year of the LLC's existence or until their successors are elected, is are:

**Antonia Garayalde - MGRM
1915 Agora Circle
Palm Bay, FL 32909**

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Las Palmas Apartments LLC

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Felix J. Garayalde - Manager
1915 Agora Circle
Palm Bay, FL 32909

ARTICLE V: TERM OF EXISTENCE

This LLC is to exist perpetually, commencing upon filing and acknowledgment hereof as provided by Florida State Statute Chapter 605.

ARTICLE VI: PREEMPTIVE RIGHTS

Every MEMBER, upon the sale for cash of any new units of this LLC of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional units) at the price at which it is offered to others.

ARTICLE VII: VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of managers, and for all other purposes, shall be vested exclusively as members.

ARTICLE VIII: NATURE OF BUSINESS

This LLC may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IX: APPROVAL OF MEMBERS REQUIRED FOR MERGER

The approval of the members of this LLC to any plan of merger shall be required in every case, whether or not law requires such approval.

ARTICLE X: COMPENSATION OF MANAGERS

The members of this LLC shall have the exclusive authority to fix the compensation of managers of this LLC.

ARTICLE XI: INDEMNIFICATION

The LLC shall, to the fullest extent permitted by Florida Statutes Chapter 605, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed

L&L Palmco Apartments LLC

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exclusive of any other rights to which those indemnified may be entitled under any member agreement, operating agreement, vote of members or disinterested managers or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a manager, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XII: AMENDMENT

This LLC reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto, and any right conferred upon the members is subject to this reservation.

ARTICLE XIII: "S" CORPORATION ELECTION

It is the intent of the Member(s) to file for appropriate "S" corporation status via Internal Revenue Code Election (IRS Form 2553) at the organizational meeting hereof.

IN WITNESS WHEREOF, the undersigned Manager has executed these Articles of Organization on August 7, 2019.


Antonia Garayalde, Managing Member

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s 817.155 F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.

Las Palmas Apartments LLC

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVE**

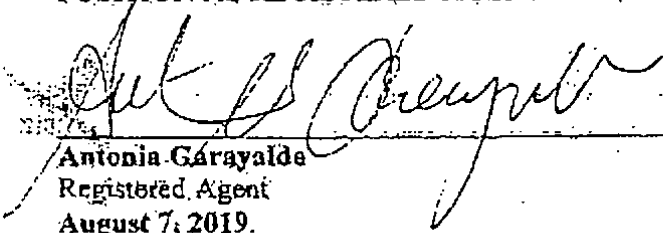
Pursuant to Chapter 605, Florida Statutes, the undersigned LLC, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the LLC is:
Las Palmas Apartments LLC
2. The name and address of the registered agent and office is:

**Antonia Garayalde
1915 Agora Circle
Palm Bay, FL 32909**

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LLC, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


**Antonia Garayalde
Registered Agent
August 7, 2019.**

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