

L980000001611

Ausley & McMiller
Requestor's Name

Address

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

W98-19602

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. *8126* _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

☒ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

700002626087--0
-08/27/98--01002--022
****337.50 ****337.50

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Name Availability	<i>mtt</i>
Document Examiner	<i>mtt</i>
Updater	<i>mtt</i>
Updater Verifier	<i>mtt</i>
Acknowledgement	<i>mtt</i>
W. P. verifier	<i>mtt</i>

Examiner's Initials

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DIVISION OF CORPORATIONS
98 AUG 27 PM 1:15



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 27, 1998

AUSLEY & MCMULLEN

TALLAHASSEE, FL

SUBJECT: UNIVERSITY CLUB APARTMENTS OF GAINESVILLE, L.L.C.
Ref. Number: W98000019602

We have received your document for UNIVERSITY CLUB APARTMENTS OF GAINESVILLE, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 998A00044334

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98 AUG 27 PM 12:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

UNIVERSITY CLUB APARTMENTS OF GAINESVILLE, L.L.C.

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, provides the following information for the purpose of forming a Limited Liability Company under the laws of the State of Florida.

1. Name. The name of the Limited Liability Company is **University Club Apartments of Gainesville, L.L.C.**

2. Period of Duration. The period of duration of the Limited Liability Company shall be from the date of filing until the first to occur of the following:

(i) Fifty (50) years from the date of filing of these Articles of Organization with the Department of State, or

(ii) Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act and the Limited Liability Company Regulations for **University Club Apartments of Gainesville, L.L.C.**

3. Purpose. The purpose for which the Limited Liability Company is organized is to acquire, own, finance, develop, improve, lease, operate, manage, sell and otherwise invest in, and deal with, improved and unimproved real estate, and interests related thereto, and to engage in any other activities related or incidental thereto.

4. Mailing Address and Address of Place of Business. The mailing address and address of the place of business in Florida for the Limited Liability Company is:

1713 Mahan Drive, Suite C
Tallahassee, Florida 32308

5. Registered Agent. The name and address of the initial registered agent in Florida for the Limited Liability Company is:

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M. Julian Proctor, Jr.
227 South Calhoun Street
Tallahassee, Florida 32301

6. Capital Contributions. The total amount of cash and a description and agreed value of property other than cash anticipated to be contributed to the Limited Liability Company is a maximum of \$1,500,000.00. No other property is anticipated to be contributed.

7. Additional Contributions. The total additional contributions, if any, agreed to be made by all members and the times at which, or the events upon the happening of which, they shall be made, are as follows: NONE.

Additional contributions, if any, will be made upon unanimous agreement by all of the members of the Limited Liability Company.

8. Additional Members. Additional members may be admitted to the Limited Liability Company pursuant to the Limited Liability Company's Regulations.

9. Continuity of Business. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, the business of the Limited Liability Company shall be continued, subject to the provisions of the Limited Liability Company's Regulations.

10. Management. The Limited Liability Company shall be managed by a Manager, and the name and address of the initial Manager is as follows:

<u>Name</u>	<u>Address</u>
Thomas C. Proctor, Sr.	1713 Mahan Drive, Suite C Tallahassee, Florida 32308

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Executed at Tallahassee, Florida, on the 26th day of August, 1998.

By: Thomas C. Proctor, Sr.
Thomas C. Proctor, Sr.
Member and Manager

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, **THOMAS C. PROCTOR, SR.**, as Member and Manager of **UNIVERSITY CLUB APARTMENTS OF GAINESVILLE, L.L.C.**, who:

- (☒) is personally known to me; or
() produced a current Florida driver's license as identification; or
() produced _____ as identification; and

who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 26 day of August, 1998.

[NOTARY SEAL]



Patricia P. Freeman
NOTARY PUBLIC

Printed name of Notary Public

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MJP\UNIVCLUB\GAINESVILLE\articles.org
014473/80186 (DOR: 08/26/98 2:41pm)

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

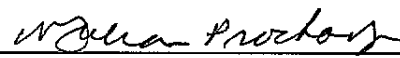
In compliance with Florida Statutes Section 608.415 the following is submitted:

UNIVERSITY CLUB APARTMENTS OF GAINESVILLE, L.L.C., desiring to organize as a Limited Liability Company under the laws of the State of Florida, has designated **227 South Calhoun Street, Tallahassee, Florida 32301**, as its initial Registered Office and has named **M. JULIAN PROCTOR, JR.**, located at said address, as its initial Registered Agent.

**UNIVERSITY CLUB APARTMENTS OF
GAINESVILLE, L.L.C.**

By: 
Thomas C. Proctor, Sr.
Member and Manager

Having been named Registered Agent and to accept service of process for the above-stated limited liability company, at the place designated in this Certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as Registered Agent.


M. Julian Proctor, Jr.
Registered Agent

Date: August 26, 1998

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
UNIVERSITY CLUB APARTMENTS OF GAINESVILLE, L.L.C.

The undersigned member or authorized representative of a member of **University Club Apartments of Gainesville, L.L.C.**, deposes and says:

1. The above-named Limited Liability Company has at least two (2) members.
2. The total amount of cash contributed by the member(s) is \$1,500,000.00.
3. If any, the agreed value of property other than cash contributed by member(s) is \$ -0-.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$1,500,000.00. This total includes amounts from 2 and 3 above.


THOMAS C. PROCTOR, SR.
Managing Member

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