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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ MAIL

(Business Entity Name)

(Document Number)

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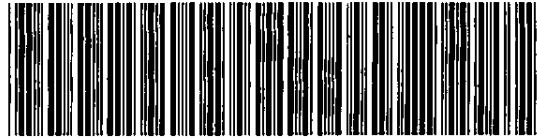
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**SHELL BRAY AYCOCK ABEL & LIVINGSTON PLLC**

ATTORNEYS AND COUNSELLORS AT LAW

December 3, 2009

WRITER'S DIRECT DIAL NUMBER  
336.370.8815

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**FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations-Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Application by Foreign LLC for of Authorization to Transact Business  
in Florida (9):

**Fund III Aventine at Deerwood Apartments, LLC**  
**Aventine FL One, LLC**  
**Aventine FL Two, LLC**  
**Aventine FL Three, LLC**  
**Aventine FL Four, LLC**  
**Aventine FL Five, LLC**  
**Aventine FL Six, LLC**  
**Aventine FL Seven, LLC**  
**Aventine FL Eight, LLC**

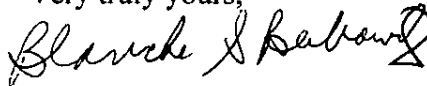
Dear Sir or Madam:

Enclosed please find the above-noted nine (9) Applications to be filed in Florida.

Please file, and return the certified copies to me. I have enclosed a check in the amount of \$1,395.00 in payment of the filing and certified copy fees (\$155 each).

Please call me if you have any questions concerning this matter. Thank you for your assistance.

Very truly yours,



Blanche S. Berkowitz, NCCP  
Corporate Paralegal

/bsb  
Enclosures  
cc: Thomas P. Hockman

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** FUND III AVENTINE AT DEERWOOD APARTMENTS, LLC  
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Blanche S Berkowitz, NCCP

Name of Person

Schell Bray Aycock Abel & Livingston PLLC

Firm/Company

230 N Elm Street-Suite 1500

Address

Greensboro, NC 27401

City/State and Zip Code

bberkowitz@sbaal.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Blanche S Berkowitz, NCCP

Name of Person

at ( 336 )

Area Code & Daytime Telephone Number

370-8815

**MAILING ADDRESS:**

Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**

Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☒ \$155.00 Filing Fee & Certified Copy    ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:*

1. FUND III AVENTINE AT DEERWOOD APARTMENTS, LLC  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. North Carolina 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. October 29, 2009 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 300 N. Greene Street-Suite 1000  
Greensboro, North Carolina 27401  
(Street Address of Principal Office)

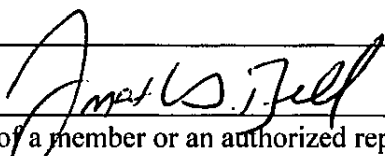
8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

Bell Partners Inc. - 300 N. Greene Street-Suite 1000, Greensboro, North Carolina 27401

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Real estate

  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Jonathan D. Bell as President of Bell Partners Inc.

Typed or printed name of signer

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

FUND III AVENTINE AT DEERWOOD APARTMENTS, LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

C I Corporation System  
(Name)

1200 South Pine Island Road  
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation                      FL 33324  
City/State/Zip

*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 as provided for in Chapter 608, Florida Statutes.*

C I Corporation System

By: Ternell Kearney

(Signature)

Ternell Kearney Asst. Secretary

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)



# NORTH CAROLINA

## Department of The Secretary of State

### CERTIFICATE OF EXISTENCE (Limited Liability Company)

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

#### **FUND III AVENTINE AT DEERWOOD APARTMENTS, LLC**

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 29th day of October, 2009, with its period of duration being Perpetual.

I FURTHER certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of this date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 2nd day of December, 2009.

*Elaine F. Marshall*

Secretary of State

