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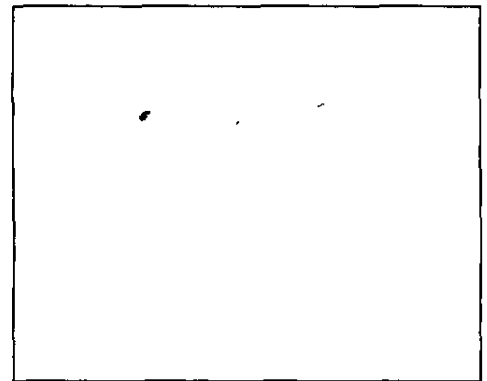
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ENTITY NAME:

BRADENTON LAND INVESTORS, LLC

CK# 5011 FOR \$125.00

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PLEASE FILE THE ATTACHED ARTICLES & RETURN THE FOLLOWING:

___ CERTIFIED COPY

XXX STAMPED COPY

___ CERTIFICATE OF STATUS

Examiner's Initials

**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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. The name of the Foreign Limited Liability Company is:

BRADENTON LAND INVESTORS, LLC

2. The Jurisdiction under the law of which the foreign limited liability company is organized is Delaware.

3. The FEI Number is: 27-4603377.

4. The date of organization is January 14, 2011.

5. The duration of the limited liability company shall be perpetual.

6. The limited liability company has not transacted business in Florida prior to registration.

7. The street address of the Principal Office of the limited liability company is:

7450 Griffin Road, Suite 210
Davie, Florida 33314

8. The limited liability company is member-managed.

9. The names and usual business addresses of the Members are:

Abington Fountain Lake, LLC
c/o Abington Holding
950 Third Avenue, 27th Floor
New York, NY 10022

Fountain Lake Residential Investors, LLC
9030 West Sahara, Suite 298
Las Vegas, NV 89117

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.

11. The Nature of business or purposes to be conducted or promoted in Florida is real estate investments.


Mark D. Kalinian, Authorized Representative of Member

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.)

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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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.

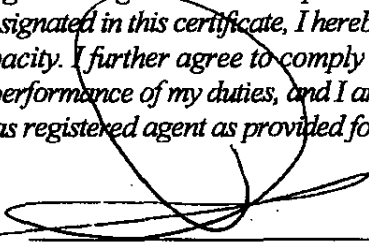
1. The name of the Foreign Limited Liability Company is:

BRADENTON LAND INVESTORS, LLC

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

NRAI Services, Inc.
2731 Executive Park Drive, Suite 4
Weston, FL 33331

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.



Peter F. Souza, Assistant Secretary of
NRAI Services, Inc., Registered Agent

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRADENTON LAND INVESTORS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JANUARY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRADENTON LAND INVESTORS, LLC" WAS FORMED ON THE FOURTEENTH DAY OF JANUARY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8499182

DATE: 01-18-11