

M99000000862

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

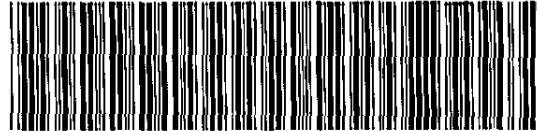
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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12/09/05--01006--014 \*\*50.00

FILED  
05 DEC -7 PM 12:27  
TALLAHASSEE, FLORIDA  
SEC. OF STATE

M99000000862

Clifford W. Mayhall

Requester's Name

Post Office Box 1877

Address

Tallahassee, FL 32302 850.425.1647

City/State/Zip

Phone #

FILED  
05 DEC -7 PM 12:27  
STATE  
TALLAHASSEE, FLORIDA

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

1. University Towers Apartments, LLC - M99000000862  
(Corporation Name) (Document #)

2. Camaron at Woodcrest Apartments, LLC - M00000000123  
(Corporation Name) (Document #)

3. Benchmark West, LLC - M01000002528  
(Corporation Name) (Document #)

4. The Tallahassee Plaza, LLC - M98000001441  
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**AMENDMENTS**

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☒ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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

**FILED**  
05 DEC -7 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECTION I**

1. The name of the limited liability company as it appears on the records of the Florida Department of State is University Towers Apartments, L.L.C. (the "Company").
2. The jurisdiction of the Company is Michigan.
3. The date the Company was authorized to do business in Florida is June 10, 1999.

**SECTION II**

4. The amendment changes the duration of the Company. The new period of duration is as follows:

The Company shall exist from the date of filing of the Articles with the Michigan Department of Labor & Economic Growth until the earlier of thirty (30) years from the date of filing or the occurrence of any of the events specified in Section 450.4801 of the Michigan Limited Liability Company Act, unless continued by the remaining members pursuant to the Company's Operating Agreement.

5. The amendment changes the address of the principal office of the Company. The new address is 30600 Telegraph Road, Bingham Farms, Michigan 48025.

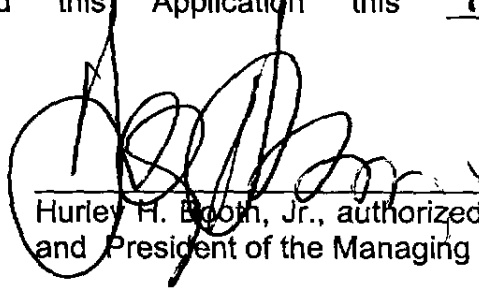
6. The amendment changes the managing member of the Company and the address of the managing member. The new managing member and its address are:

University Towers Holding Corp., a Florida corporation  
1208 Hays Street  
Tallahassee, Florida 32301

7. The application changes the Florida registered agent and registered office. The new registered agent is John C. Lovett. The address of the registered office is 106 East College Avenue, Suite 1200, Tallahassee, Florida 32301.

8. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendments, duly authenticated by the official having custody of record in the jurisdiction under the law of which this entity is organized.

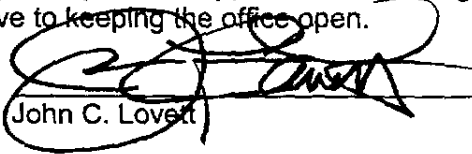
The undersigned executed this Application this 7th day of December, 2005.



Hurley H. Bloor, Jr., authorized representative  
and President of the Managing Member

### **CERTIFICATE OF DESIGNATION**

Having been named Registered Agent for the above stated Company, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes relative to keeping the office open.



John C. Lovett

# ***Michigan Department of Labor & Economic Growth***

## ***Filing Endorsement***

***This is to Certify that the RESTATED ARTICLES OF ORGANIZATION***

***for***

***UNIVERSITY TOWERS APARTMENTS, L.L.C.***

***ID NUMBER: B44517***

***received by facsimile transmission on November 29, 2005 is hereby endorsed***

***Filed on November 30, 2005 by the Administrator.***

***The document is effective on the date filed, unless a  
subsequent effective date within 90 days after  
received date is stated in the document.***



***In testimony whereof, I have hereunto set my  
hand and affixed the Seal of the Department,  
in the City of Lansing, this 30th day  
of November, 2005.***

***, Director***

***Bureau of Commercial Services***

**RESTATED  
ARTICLES OF ORGANIZATION  
OF  
UNIVERSITY TOWERS APARTMENTS, L.L.C.**

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned limited liability company executes the following Restated Articles:

1. The name of the limited liability company is University Towers Apartments, L.L.C.
2. The identification number assigned by the Bureau is B44517.
3. The limited liability company has always been named University Towers Apartments, L.L.C.
4. The date of filing of the original Articles of Organization was June 4, 1999.

The following Restated Articles of Organization supersede the Articles of Organization, as amended, and shall be the Articles of Organization for the limited liability company:

**Article 1 - Name**

The name of this limited liability company is UNIVERSITY TOWERS APARTMENTS, L.L.C. ("Company").

**Article 2 - Purpose**

The sole purpose of the Company is to acquire, own, hold, maintain, and operate University Towers Apartments, located at 415 Chapel Drive, Tallahassee, Leon County, Florida (the "Property"), together with such other activities as may be necessary or advisable in connection with the ownership of the Property. The Company shall not engage in any business, and it shall have no purpose, unrelated to the Property and shall not acquire any real property or own assets other than those related to the Property and/or otherwise in furtherance of the limited purposes of the Company.

**Article 3 - Duration**

The Company shall exist from the date of filing of the Articles with the Department of Labor & Economic Growth until the earlier of thirty (30) years from the date of filing or the occurrence of any of the events specified in Section 450.4801 of the Michigan Limited Liability Company Act, unless continued by the remaining members pursuant to the Company's Operating Agreement.

{TLO83665.1}

#### Article 4 - Mailing Address and Street Address

The Company's address is 30600 Telegraph Road, Bingham Farms, MI 48025.

#### Article 5 - Registered Agent and Office

The name of the registered agent of the Company is The Corporation Company. The street address of the initial registered agent of the company is 30600 Telegraph Road, Bingham Farms, MI 48025.

#### Article 6 - Additional Members

Additional members to the company may be admitted, but only pursuant to the Company's Operating Agreement.

#### Article 7 - Termination of Membership

If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may continue the business of the Company pursuant to the Company's Operating Agreement.

#### Article 8 - Management of the Company

The management of the Company is reserved to the members. The following will be the managing member:

University Towers Holding Corp.  
1208 Hays Street  
Tallahassee, FL 32301

#### Article 9 - Operating Agreement

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

#### Article 10 - Date of Existence of the Company

The existence of the Company commenced on the date of filing the Articles of Organization with the Michigan Department Labor & Economic Growth.

11/30/2005 8:44:31 AM

FAXCOM

29-Nov-2005 10:02pm From-Akerman Senterfitt

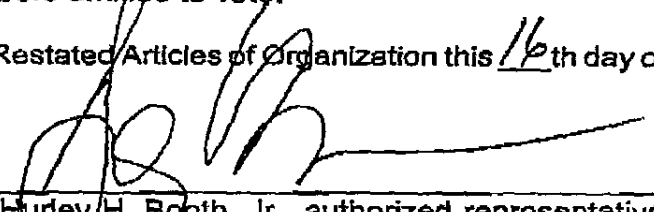
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T-215 P.004/018 F-848

These Restated Articles of Organization amend the Articles of Organization and were approved on the 16<sup>th</sup> day of November, 2005 in accordance with Section 604 of the Act by unanimous vote of all of the members entitled to vote.

The undersigned executed these Restated Articles of Organization this 16<sup>th</sup> day of November, 2005.

  
\_\_\_\_\_  
Hurley H. Booth, Jr., authorized representative  
and President of the Managing Member

{TL003665,1}

- 3 -

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