

**BEFORE THE STATE OF FLORIDA
FLORIDA HOUSING FINANCE CORPORATION**

RECEIVED

OCT 08 2026 2:36 PM

FLORIDA HOUSING
FINANCE CORPORATION

HP APT, LP
Petitioner

FHFC Case No. 2026-054BP
RFA 2026-202
App. No. 2027-037C

vs.

**FLORIDA HOUSING
FINANCE CORPORATION,**
Respondent.

_____/

**FORMAL WRITTEN PROTEST AND PETITION
FOR ADMINISTRATIVE HEARING**

Petitioner, HP Apt, LP (“Petitioner” or “HP Apt”) files this Formal Written Protest and Petition for Administrative Hearing (“Petition”) pursuant to Section 120.57(3), *Florida Statutes* and Rules 28-110.004 and 67-60, *Florida Administrative Code*. This Petition challenges the intended decision of Respondent, Florida Housing Finance Corporation (“Florida Housing”), to award funding to Berkshire Square, Ltd. (“Berkshire”), Application No. 2027-029C, in connection with Request for Applications 2026-202 Housing Credit Financing for Affordable Housing Developments Located in Broward, Duval, Hillsborough, Lee, Orange, Palm Beach, Pinellas, and Polk Counties (hereinafter the “RFA”), as modified on July 27, 2026.

Parties

1. Petitioner is a legally formed entity qualified to do business in Florida that applied for funding pursuant to the RFA. Petitioner sought funding of \$2,630,000 in connection with the proposed new construction of a 94-unit affordable multifamily development in Orange County,

Florida. For the purposes of this proceeding, the Petitioner's address, telephone number and email address are those of its undersigned counsel.

2. Florida Housing Finance Corporation is the agency affected by this Petition. Florida Housing's address is 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32301-1329.

Notice

3. Florida Housing issued the RFA on July 16, 2026.

4. Applications were due by 3:00pm on August 13, 2026 (the "Application Deadline"). (RFA at 2).

5. Florida Housing received forty-four (44) applications in response to the RFA. The Petitioner, in response to the RFA, requested an allocation of \$2,630,000 in annual 9% Housing Credits for its proposed development.

6. On September 9, 2026, the Review Committee met at a public meeting, announced its scores into the record, and recommended Applications for funding, including Petitioner's. On September 25, 2026, the Board approved the Review Committee's recommendations, and Petitioner received notice of the intended decision through electronic posting on Florida Housing's website that day at 10:15 a.m. Pursuant to the Florida Housing's notice of the preliminary RFA scoring and rankings, Petitioner was deemed eligible, and was recommended, for funding.

7. On Monday, September 28, 2026, Petitioner timely submitted its Notice of Intent to Protest Florida Housing's intended decision. A copy of that Notice is attached hereto as Exhibit "A." This Petition is timely filed within ten (10) days after the filing of the Notice of Intent to Protest pursuant to Section 120.57(3)(b), *Florida Statutes*.

Background

8. Florida Housing is a public corporation created by Section 420.504, *Florida Statutes*, to administer the governmental function of awarding distinct types of funding for affordable housing in Florida. Florida Housing's statutory authority and mandates are set forth in Part V of Chapter 420, *Florida Statutes*. See, Sections 420.501-420.55, *Florida Statutes*. Florida Housing is designated the housing credit agency for the State of Florida within the meaning of Section 42(h)(7)(A) of the *Internal Revenue Code*, and Chapters 67-48 and 67-60, *Florida Administrative Code*.

9. Florida Housing, in issuing RFA 2026-202, expects to have an estimated \$33,633,880 of 9% Housing Credits available for award to proposed developments located in Broward, Duval, Hillsborough, Lee, Orange, Palm Beach, Pinellas and Polk Counties. (RFA at 1).

RFA 2026-202

10. The RFA establishes a series of mandatory eligibility and submission requirements. (RFA at 75-76). Failure to meet any eligibility item results in an application being deemed ineligible for funding. (RFA at 83). The eligibility items of this RFA included, among others, "Principals for Applicant and Developer(s) Disclosure Form provided and meets requirements"; "Authorized Principal Representative provided and meets requirements"; and "Applicant Certification and Acknowledgement signed by Authorized Principal Representative." (RFA at 83-84). The RFA further provides that if "the Applicant submitted materially incorrect information in the Application, the Corporation may take any or all of the following actions, even if the Application was not selected for funding, was deemed ineligible, or was withdrawn: deem the Application ineligible, [or] rescind the award . . ." (RFA at 7).

11. The Maximum Points that can be awarded to each Applicant is fifteen (15). (RFA at 86).

12. Capitalized terms within the RFA have the meaning as set forth in the RFA, in Exhibit B to the RFA, Rule Chapter 67-48, F.A.C. (effective August 13, 2026) and Rule Chapter 67-60, F.A.C. (effective October 23, 2024), or in applicable federal regulations. (RFA at 2).

13. The RFA includes a detailed process of scoring the Applications and selecting Applicants for funding. Appointed Review Committee members independently evaluate and score assigned portions of the submitted applications based on the RFA requirements. (RFA at 90-91).

14. The RFA has two funding goals:

- Goal to fund one Family Application that qualifies for the Geographic Areas of Opportunity / SADDA Goal proposing a Development located in (i) Broward County, with a preference that it is a Priority 1 Application that also qualifies for the Local Government Areas of Opportunity Designation, and (ii) Pinellas County; and
- Goal to fund one Application proposing a Development located in Broward, Duval, Hillsborough, Orange, Palm Beach, and Polk County that qualifies for the Local Government Areas of Opportunity (“LGAO”) Goal.

(RFA at 86). Applicants selected to meet one goal will not count towards meeting a second goal. (RFA at 86).

15. The RFA provides that, except when selecting Applications to meet the LGAO Goal, the highest scoring Priority 1 Applications within the county will be determined by first sorting together all eligible Priority 1 Applications that qualify for each goal from highest score to lowest score, with any scores that are tied separated in the following order:

- a. First, by the Application’s eligibility for the Development Category Funding Preference;
- b. Next, by the Application’s Leveraging Classification;
- c. Next, by the Application’s eligibility for the Proximity Funding Preference;
- d. Next, by the Application’s Permit Ready Tier status;
- e. Next, by the Developer Experience Funding Preference;

- f. Next, by the Application's eligibility for the Florida Job Creation Funding Preference; and
- g. Finally, by lottery number, resulting in the lowest lottery number receiving preference.

(RFA at 87-88). This will then be repeated for Priority 2 Applications.

16. The RFA mandates the Funding Selection Process (hereinafter "Selection Process"), as follows:

a. Geographic Area of Opportunity / SADDA

The first Application selected for funding will be the highest-ranking eligible unfunded Priority 1 Application for a proposed Development located in Broward County that qualifies for both the Geographic Area of Opportunity / SADDA Goal and the LGAO Designation, and the next Application selected for funding will be the highest-ranking eligible unfunded Priority 1 Application for a proposed Development located in Pinellas County that qualifies for the Geographic Area of Opportunity / SADDA Goal.

b. Local Government Areas of Opportunity Goal

The first Application selected for funding will be the highest-ranking eligible unfunded Priority 1 Application proposing a Development located in Broward County that qualifies for the LGAO Goal. This will be repeated for Duval, Hillsborough, Orange, Palm Beach, and Polk County.

c. Verification that all counties received a certain number of awards ("County Preference Pool")

If Duval, Hillsborough, Orange, Palm Beach, Pinellas, or Polk were not credited with at least one award in a. – b. above, then the highest-ranking eligible Priority 1 Application in those counties without an award will be selected for funding. If Broward County was not credited with at least two awards in a. - b. above, then the highest-ranking eligible Priority 1 Application(s) in Broward County will be selected for funding until two awards have been credited to Broward County.

d. Remaining Funding ("Remaining Funding Pool")

If funding remains, the highest-ranking eligible unfunded Application that qualifies for either the LGAO Goal or the Geographic Areas of Opportunity / SADDA Goal will be selected in each of the following counties, if it can be fully funded, with a preference that this is a Priority 1 Application: Hillsborough, Orange, and Palm Beach County. If funding remains, this will be repeated, until there are no Applications in these counties that can meet the Funding Test. If funding remains, the same process is then applied to Broward, Duval, and Pinellas County.

e. Remaining Funding

If funding remains, no additional Applications from any county will be selected for funding and any remaining funding will be distributed as approved by the Board.

(RFA at 88-90).

17. On September 9, 2026, members of the Review Committee met at a public meeting to announce their scores into the record and to recommend Applicants for funding. Those recommended for funding are,

- Application No. 2027-019C – Altamira (Development located in Broward County that qualifies for the GAO / SADDa Goal, with preference that it also qualifies for the LGAO Designation)
- Application No. 2027-040C – Mills Creek (Development located in Pinellas County that qualifies for the Geographic Area of Opportunity / SADDa Goal)
- Application No. 2027-013C – Ekos Melrose Manors (Development located in Broward County that qualifies for the LGAO Goal)
- Application No. 2027-021C – Astor Gardens (Development located in Duval County that qualifies for the LGAO Goal)
- Application No. 2027-024C – Summerfield Landing (Development located in Hillsborough County that qualifies for the LGAO Goal)
- Application No. 2027-005C – Pine Bay Landings (Development located in Palm Beach County that qualifies for the LGAO Goal)
- Application No. 2027-029C – Berkshire Square (Orange County – Applications to ensure that all counties received a certain number of awards)
- Application No. 2027-015C – Residences at Magnolia Place (Polk County – Applications to ensure that all counties received a certain number of awards))
- Application No. 2027-039C – ANR 01 (Hillsborough County – Additional awards in Hillsborough, Orange, and Palm Beach County)
- Application No. 2027-037C – HP Apt (Orange County – Additional awards in Hillsborough, Orange, and Palm Beach County)

18. Of the \$33,633,880 in total funding available, \$32,129,000 was allocated to the ten (10) Applications recommended for funding, leaving \$1,504,880 unallocated. At the conclusion of the Review Committee meeting the members voted to forward the scores and their recommendations for funding to the Florida Housing Board for approval. The Florida Housing Board approved the funding recommendations at its September 25, 2026 meeting.

Substantial Interests Affected

19. Villas of Clear Lake (“Villas”), Application No. 2027-075C, an Orange County Application that qualifies for the LGAO Goal, was deemed ineligible for funding. On September 30, 2026, Villas filed a Notice of Intent to Protest Florida Housing’s intended decision and reserved the right to file a formal written protest. Because Villas was the only Application qualifying for the Orange County LGAO Goal, if Villas’ Application is reinstated Villas would be selected for funding under the Orange County LGAO Goal in the amount of \$3,500,000.

20. If Villas is selected for the Orange County LGAO Goal, Orange County would have received an award before any subsequent award funds were allocated to the County Preference Pool, and Berkshire would instead be selected in the Remaining Funding Pool as the highest-ranking eligible unfunded Application that qualifies for either the Local Government Areas of Opportunity Goal described in Section Four, A.11.e. of the RFA or Geographic Areas of Opportunity / SADDA Goal. After the selection of Berkshire’s Application and another Application unrelated to the subject Petition, Petitioner’s Application would be the next selected Application for an award of funding. However, the remaining funding available at that point would not fully fund Petitioner’s request of \$2,630,000, and Petitioner would therefore not receive a funding award. Both Berkshire and Petitioner received the maximum score of fifteen (15) points. The only reason Berkshire’s Application was awarded funding over Petitioner’s Application was because Berkshire was ranked above Petitioner by lottery number (Berkshire lottery number 3; Petitioner lottery number 20).

21. Petitioner’s substantial interests are affected because Berkshire’s Application should have been deemed ineligible for funding or, alternatively, should not have been awarded the five (5) Advance Review points for its Principals Disclosure Form. If Berkshire’s Application

had been properly deemed *ineligible* for funding, or had properly received a score of ten (10) points, Berkshire could not be selected ahead of Petitioner’s Application. In such event, Petitioner’s Application with a family demographic, Priority 1, leveraging classification A, score of fifteen (15) points, and lottery number of 20, would have been funded.

Failure to identify Principals of the Applicant as of the Application Deadline

22. The RFA provides as follows for the Principals Disclosure for the Applicant and for each Developer:

(1) Eligibility Requirements

To meet the submission requirements, upload the Principals of the Applicant and Developer(s) Disclosure Form (Form Rev. 05-2019) as amended 06-2023 (“Principals Disclosure Form”) as outlined in Section Three above.

To meet eligibility requirements, the Principals Disclosure Form must identify, pursuant to subsections 67-48.002(94), 67-48.0075(8) and 67-48.0075(9), F.A.C., the Principals of the Applicant and Developer(s) as of the Application Deadline. A Principals Disclosure Form should not include, for any organizational structure, any type of entity that is not specifically included in the Rule definition of Principals. Per subsection 67-48.002(94), F.A.C., any Principal other than a natural person must be a legally formed entity as of the Application deadline.

The investor limited partner of an Applicant limited partnership or the investor member of an Applicant limited liability company (or a placeholder for the investor) must be identified on the Principals Disclosure Form.

(RFA at 13) (Emphasis supplied).

23. The Principals Disclosure Form submitted by Berkshire identified Berkshire Square GP, LLC (“Berkshire Square”) as the General Partner of Berkshire and provided as follows at the First and Second Principal Disclosure Levels:

First Principal Disclosure Level:

General Partner	Berkshire Square GP, LLC
Investor LP	Wolf, Jonathan L.
Non-Investor LP	Wolf, Jonathan L.

Second Principal Disclosure Level (of Berkshire Square GP, LLC):

Manager	Wolf, Jonathan L.
Member	von Weller, Ryan S.
Member	Kroll, Kevin M.
Member	Wendover Share, LLC
Member	Jonathan L. Wolf 2023 Irrevocable Grantor Trust

Jonathan L. Wolf was not identified on the Principals Disclosure Form as a Member of Berkshire Square; Mr. Wolf was only identified as a Manager of Berkshire Square. A copy of the Principals Disclosure Form submitted with the Berkshire Application is attached hereto as Exhibit “B.”

24. Berkshire Square’s 2026 Annual Report, filed with the Florida Division of Corporations (the “Division”) on February 13, 2026, identified the following Authorized Persons: Jonathan L. Wolf as “MGR AND MBR”; Ryan S. von Weller as “AMBR”; Wendover Share, LLC as “AMBR”; Jonathan L. Wolf 2023 Irrevocable Grantor Trust as “MBR”; and Kevin M. Kroll as “AMBR”. The Annual Report was electronically signed by Jonathan L. Wolf as “Manager.” A copy of the Annual Report is attached hereto as Exhibit “C.” Notably, Mr. Wolf was not identified as “AMBR” (Authorized Member) but was instead identified as “MBR” (Member), a distinction which Berkshire Square recognized by virtue of the fact that other Authorized Persons were identified as either “AMBR” or “MBR.”

25. As reflected in Berkshire Square’s filing with the Division, Jonathan L. Wolf was both a Manager and a Member of Berkshire Square. The Principals Disclosure Form submitted with the Berkshire Application did not identify Mr. Wolf as a Member of Berkshire Square.

26. On August 11, 2026, two days before the Application Deadline, Articles of Amendment to Articles of Organization of Berkshire Square GP, LLC (the “Amendment”) were filed with the Division. The Amendment was signed by “Jonathan L. Wolf, Manager” and the

purpose of the Amendment was to remove Jonathan L. Wolf as “AMBR” (Authorized Member) of Berkshire Square. The Amendment does not add any Manager or other Authorized Person. A copy of the Amendment is attached hereto as Exhibit “D.”

27. Following the filing of the Amendment, the Division’s records no longer reflected Jonathan L. Wolf as a Manager or an Authorized Member of Berkshire Square. A copy of a screenshot of the Division’s current detail record for Berkshire Square is attached hereto as Exhibit “E.”

28. The Amendment did not cure the deficiency in Berkshire’s Principals Disclosure Form; it compounded it. Either (a) the Amendment did not change Mr. Wolf’s status as a Member under Berkshire Square’s Articles of Organization, in which event Mr. Wolf remained a Member and Principal of Berkshire Square as of the Application Deadline; or (b) the Amendment removed Mr. Wolf as an Authorized Person of Berkshire Square altogether, in which event Berkshire Square’s Articles of Organization did not identify Mr. Wolf as the Manager as of the Application Deadline. Under either scenario, the Principals Disclosure Form did not identify all of Principals of the Applicant as of the Application Deadline.

29. As of the Application Deadline, Berkshire’s Principals Disclosure Form did not accurately identify the Principals of Berkshire as Applicant. Berkshire has failed to meet the eligibility requirements of the RFA by failing to identify the Principals of the Applicant as of the Application Deadline. Failure to meet any eligibility item results in the Application being deemed ineligible for funding.

Failure to provide an Authorized Principal Representative that meets the RFA requirements

30. The RFA provides that the Authorized Principal Representative (a) must be a natural person Principal of the Applicant listed on the Principals Disclosure Form; (b) must have

signature authority to bind the Applicant entity; (c) must sign the Applicant Certification and Acknowledgement section of Exhibit A; and (d) if funded, will be the recipient of all future documentation that requires a signature.” (RFA at 19).

31. Berkshire identified Jonathan L. Wolf as its Authorized Principal Representative, and the Applicant Certification and Acknowledgement Form was executed by “Jonathan L. Wolf” as “Manager of Berkshire Square GP, LLC, General Partner of Berkshire Square, Ltd.” Upon execution, Mr. Wolf certified that the Application met all applicable requirements of the RFA and that “[t]he undersigned is authorized to bind the Applicant entity to this certification and warranty of truthfulness and completeness of the Application.” (Exhibit C at 38).

32. If Mr. Wolf had been removed as an Authorized Person of Berkshire Square before the Application Deadline as evidenced by the Amendment, Mr. Wolf did not have the authority to execute the Applicant Certification and Acknowledgement Form as Manager of Berkshire Square GP, LLC, General Partner of Berkshire Square, Ltd.. Berkshire therefore failed to meet the Eligibility Item requiring that the “Applicant Certification and Acknowledgement [be] signed by Authorized Principal Representative.” (RFA at 83-84).

Alternatively, Berkshire is not entitled to the five Advance Review points

33. The RFA awards five (5) points only if the uploaded Principals Disclosure Form is stamped “Received” by the Corporation at least 14 Calendar Days prior to the Application Deadline and stamped “Approved” prior to the Application Deadline. (RFA at 14). However, “[i]f a Principals Disclosure Form has been approved, but the Applicant must change the form for any reason, the form may be edited and resubmitted for approval, but the form will receive a new stamp reflecting the date the Corporation received the revised form. . . If a Principals Disclosure Form is

submitted for an RFA with a “Received” date that is within 14 Calendar Days of the Application Deadline, the Applicant will not be eligible for the 5 Advance Review points.” (RFA at 14).

34. The Principals Disclosure Form approved on July 30, 2026 either failed to identify Mr. Wolf as a Member of Berkshire Square, or, following the August 11, 2026 Amendment, no longer accurately reflected the Manager of Berkshire Square. In either event, Berkshire was required to change its Principals Disclosure Form, and any corrected form would necessarily have been received within 14 Calendar Days of the Application Deadline. Accordingly, without the five (5) Advance Review points, Berkshire’s score would be ten (10) points, and Berkshire would rank below Petitioner and would not have received a funding award.

Disputed Issues of Material Fact and Law

35. Disputed issues of material fact and law exist and entitle Petitioner to a Formal Administrative Hearing pursuant to Section 120.57(1), *Florida Statutes*. The disputed issues of material fact include, but are not limited to, the following:

- a. Whether Jonathan L. Wolf was a Member of Berkshire Square GP, LLC as of the Application Deadline;
- b. Whether Jonathan L. Wolf was the Manager of Berkshire Square GP, LLC as of the Application Deadline;
- c. Whether Jonathan L. Wolf was a natural person Principal of the Applicant with signature authority to bind the Applicant entity when he executed the Applicant Certification and Acknowledgement Form;
- d. Whether Berkshire Square, Ltd. was entitled to the five (5) points for Advance Review of its Principals Disclosure Form;
- e. Whether the Application of Berkshire Square, Ltd. is eligible for funding; and

- f. Whether Florida Housing's actions are contrary to the specifications of the RFA.

Statutes and Rules Entitling Relief

36. Petitioner is entitled to relief pursuant to Section 120.569 and 120.57, *Florida Statutes*, Chapters 28-106, 28-110, and 67-60, *Florida Administrative Code*.

**Concise Statement of Ultimate Fact and Law, Including the
Specific Facts Warranting Reversal of the Agency's Intended Award**

37. Petitioner applied for funding through the RFA process to compete for an award of funds based upon the delineated scoring and ranking criteria in the RFA. Berkshire Square, Ltd. is not eligible for funding because of its failure to identify the Principals of the Applicant as of the Application Deadline and its failure to provide an Authorized Principal Representative that meets the requirements of the RFA. Alternatively, Berkshire Square, Ltd. was not entitled to the five (5) Advance Review points and should have received a score of ten (10) points.

38. Unless the eligibility and scoring determinations are corrected, and the preliminary allocation revised, Petitioner faces the loss of its award contrary to the provisions of the RFA and Florida Housing's governing statutes and rules.

39. The correct application of the eligibility, scoring and ranking criteria will result in funding for the Petitioner.

Right to Amend the Petition

40. Petitioner reserves the right to amend this Petition if additional disputed issues of material fact are identified during the discovery process in this case.

WHEREFORE, pursuant to Section 120.57(3), *Florida Statutes*, and Rule 28-110.004, *Florida Administrative Code*, Petitioner requests the following relief:

- a) An opportunity to resolve this protest by mutual agreement within seven days of the filing of this Petition as provided by Section 120.57(3)(d)1., *Florida Statutes*.

- b) If this protest cannot be resolved within seven days, that the matter be referred to the Division of Administrative Hearings for a formal hearing to be conducted before an Administrative Law Judge (“ALJ”) pursuant to Section 120.57(1) and (3), *Florida Statutes*.
- c) The ALJ enter a Recommended Order determining that the Application of Berkshire Square, Ltd. is not eligible for funding or, alternatively, that Berkshire Square, Ltd. is not entitled to the five (5) Advance Review points, and as a result the Petitioner, HP Apt, LP, is funded.
- d) That the Corporation adopt the Recommended Order of the ALJ.

SUBMITTED this 8th day of October 2026.

Respectfully Submitted

/s/ Derek E. Bruce

DEREK E. BRUCE

Florida Bar No.: 0148717

Email Address: dbruce@gunster.com

Secondary Email: speeler@gunster.com

SAVANNAH T. SPEARS

Florida Bar No.: 1054238

Email Address: sspears@gunster.com

Secondary Email: speeler@gunster.com

Gunster, Yoakley & Stewart, P.A.

200 S. Orange Ave.

Suite 1400

Orlando, FL 32801

Telephone: 407-406-5233

Fax: 407-849-1233

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing Formal Written Protest and Petition for Administrative Hearing has been filed by e-mail with the Corporation Clerk, Florida Housing Finance Corporation, 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32308 this 8th day of October 2026.

/s/Derek Bruce

Derek E. Bruce, Esq.



Writer's Direct Dial Number: (407) 406-5234
Writer's E-Mail Address: dbruce@gunster.com

September 28, 2026

RECEIVED

SEP 28 2026 12:03 PM

Via Electronic Mail: corporationclerk@floridahousing.org

Corporation Clerk
Florida Housing Finance Corporation
227 North Bronough Street, Suite 5000
Tallahassee, FL 32301

FLORIDA HOUSING
FINANCE CORPORATION

Re: Notice of Intent to Protest – FHFC RFA 2026-202 (“RFA”)

Dear Corporation Clerk:

On behalf of ANR 01, LP and HP Apt, LP, this letter constitutes notice of their intent to protest the intended decision of the Florida Housing Finance Corporation relating to the referenced RFA. This notice is filed pursuant to Sections 120.57(3), *Florida Statutes*, Rule 28-110, *Florida Administrative Code* and the RFA.

This notice of intent to protest is being filed within 72 hours of the posting of the intended decision on September 25, 2026.

Please acknowledge receipt of this filing by providing a read receipt to my email and stamping the date and time on the copy of this letter delivered to your office with the original.

Sincerely,

A handwritten signature in black ink, appearing to read 'Derek E. Bruce', written over a horizontal line.

Derek E. Bruce

EXHIBIT B

Principal Disclosures for the Applicant

APPROVED for HOUSING CREDITS
FHFC Advance Review
Received 7.27.26 Approved 7.30.26

Select the organizational structure for the Applicant entity:

The Applicant is a: Limited Partnership

Provide the name of the Applicant Limited Partnership:

Berkshire Square, Ltd.

First Principal Disclosure Level:

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for the Applicant](#)

<u>First Level</u> <u>Entity #</u>	<u>Select Type of Principal of</u> <u>Applicant</u>	<u>Enter Name of First Level Principal</u>	<u>Select organizational structure</u> <u>of First Level Principal identified</u>
1.	<u>General Partner</u>	<u>Berkshire Square GP, LLC</u>	<u>Limited Liability Company</u>
2.	<u>Investor LP</u>	<u>Wolf, Jonathan L.</u>	<u>Natural Person</u>
3.	<u>Non-Investor LP</u>	<u>Wolf, Jonathan L.</u>	<u>Natural Person</u>

Second Principal Disclosure Level:

Berkshire Square, Ltd.

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for the Applicant](#)

Select the corresponding First
Level Principal Entity # from
above for which the Second
Level Principal is being
identified

<u>Second Level</u> <u>Entity #</u>	<u>Select the type of Principal</u> <u>being associated with the</u> <u>corresponding First Level</u> <u>Principal Entity</u>
--	--

Enter Name of Second Level Principal

Select organizational structure
of Second Level Principal
identified

<u>1. (Berkshire Square GP, LLC)</u>	<u>1.A.</u>	<u>Manager</u>	<u>Wolf, Jonathan L.</u>	<u>Natural Person</u>
<u>1. (Berkshire Square GP, LLC)</u>	<u>1.B.</u>	<u>Member</u>	<u>von Weller, Ryan S.</u>	<u>Natural Person</u>
<u>1. (Berkshire Square GP, LLC)</u>	<u>1.C.</u>	<u>Member</u>	<u>Kroll, Kevin M.</u>	<u>Natural Person</u>
<u>1. (Berkshire Square GP, LLC)</u>	<u>1.D.</u>	<u>Member</u>	<u>Wendover Share, LLC</u>	<u>Limited Liability Company</u>
<u>1. (Berkshire Square GP, LLC)</u>	<u>1.E.</u>	<u>Member</u>	<u>Jonathan L. Wolf 2023 Irrevocable Grantor Trust</u>	<u>Trust</u>

Third Principal Disclosure Level:

Berkshire Square, Ltd.

[Click here for Assistance with Completing the Entries for the Third Level Principal Disclosure for the Applicant](#)

Select the corresponding
Second Level Principal Entity #
from above for which the Third
Level Principal is being
identified

<u>Third Level</u> <u>Entity #</u>	<u>Select the type of Principal</u> <u>being associated with the</u> <u>corresponding Second Level</u> <u>Principal Entity</u>
---------------------------------------	---

Enter Name of Third Level Principal
who must be either a Natural Person or a Trust

The organizational structure of
Third Level Principal identified
Must be either a Natural Person
or a Trust

<u>1.D. (Wendover Share, LLC)</u>	<u>1.D.(1)</u>	<u>Manager</u>	<u>Wolf, Jonathan L.</u>	<u>Natural Person</u>
<u>1.D. (Wendover Share, LLC)</u>	<u>1.D.(2)</u>	<u>Member</u>	<u>Wolf, Jonathan L.</u>	<u>Natural Person</u>
<u>1.E. (Jonathan L. Wolf 2023 Irrevocable</u>	<u>1.E.(1)</u>	<u>Trustee</u>	<u>Wolf, Jonathan L.</u>	<u>Natural Person</u>
<u>1.E. (Jonathan L. Wolf 2023 Irrevocable</u>	<u>1.E.(2)</u>	<u>Beneficiary</u>	<u>Wolf, Jonathan L.</u>	<u>Natural Person</u>
<u>1.E. (Jonathan L. Wolf 2023 Irrevocable</u>	<u>1.E.(3)</u>	<u>Beneficiary</u>	<u>Wolf, Sara E.</u>	<u>Natural Person</u>
<u>1.E. (Jonathan L. Wolf 2023 Irrevocable</u>	<u>1.E.(4)</u>	<u>Beneficiary</u>	<u>Wolf, Harrison F.</u>	<u>Natural Person</u>

DOCUMENT# L15000124866

Entity Name: BERKSHIRE SQUARE GP, LLC

Current Principal Place of Business:

1105 KENSINGTON PARK DRIVE
200
ALTAMONTE SPRINGS, FL 32714

Current Mailing Address:

1105 KENSINGTON PARK DRIVE
200
ALTAMONTE SPRINGS, FL 32714 US

FEI Number: 47-4866406

Certificate of Status Desired: No

Name and Address of Current Registered Agent:

RHODEN, REBECCA
215 N. EOLA DRIVE
ORLANDO, FL 32801 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: REBECCA RHODEN02/13/2026

Electronic Signature of Registered AgentDate

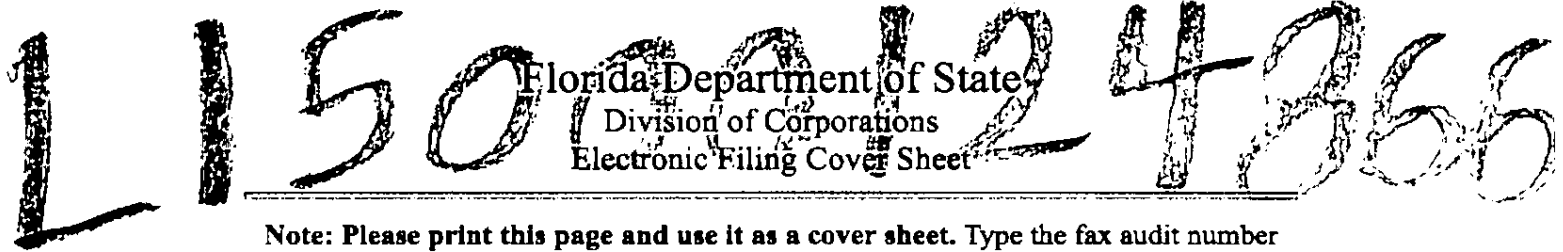
Authorized Person(s) Detail :

Title	MGR AND MBR	Title	MBR
Name	WOLF, JONATHAN L	Name	JONATHAN L. WOLF 2023 IRREVOCABLE GRANTOR TRUST
Address	1105 KENSINGTON PARK DRIVE SUITE 200	Address	1105 KENSINGTON PARK DRIVE SUITE 200
City-State-Zip:	ALTAMONTE SPRINGS FL 32714	City-State-Zip:	ALTAMONTE SPRINGS FL 32714
Title	AMBR	Title	AMBR
Name	VON WELLER, RYAN S	Name	KROLL, KEVIN M
Address	1105 KENSINGTON PARK DRIVE 200	Address	1105 KENSINGTON PARK DRIVE 200
City-State-Zip:	ALTAMONTE SPRINGS FL 32714	City-State-Zip:	ALTAMONTE SPRINGS FL 32714
Title	AMBR		
Name	WENDOVER SHARE, LLC		
Address	1105 KENSINGTON PARK DRIVE 200		
City-State-Zip:	ALTAMONTE SPRINGS FL 32714		

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 605, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: JONATHAN L. WOLFMANAGER02/13/2026

Electronic Signature of Signing Authorized Person(s) DetailDate



Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H26000326161 3)))



H260003261613ABC.

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : CAPITOL SERVICES, INC.
Account Number : I20160000017
Phone : (855)498-5500
Fax Number : (800)432-3622

FILED
Aug 11, 2026 08:00 AM
Secretary of State

****Enter the email address for this business entity to be used for annual report mailings. Enter only one email address please.**

Email Address: _____

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
BERKSHIRE SQUARE GP, LLC

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$55.00

RP

COVER LETTER

H26000326161

**TO: Registration Section
Division of Corporations**

SUBJECT: Berkshire Square GP, LLC

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jennie Lagmay

Name of Person

Wendover Housing Partners, LLC

Firm/Company

1105 Kensington Park Drive, Suite 200

Address

Altamonte Springs, FL 32714

City/State and Zip Code

jlagmay@wendovergroup.com

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

For further information concerning this matter, please call:

Jennie Lagmay

407 333-3233 ext. 210

Name of Person

at ()
Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☒ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address:

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

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

H26000326161

H26000326161

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Berkshire Square GP, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 7/21/2015 and assigned
Florida document number L15000124866.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and contain the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable: _____

(Principal office address MUST BE A STREET ADDRESS) _____

Enter new mailing address, if applicable: _____

(Mailing address MAY BE A POST OFFICE BOX) _____

FILED**Aug 11, 2026 08:00 AM****Secretary of State**

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida street address

_____, Florida _____

City

Zip Code

New Registered Agent's Signature. If changing Registered Agent:

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 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 as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

H26000326161

H26000326161

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager

AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
AMBR	Jonathan L. Wolf	1105 Kensington Park Drive, Suite 200	☐ Add
		Altamonte Springs, FL 32714	☒ Remove
			☐ Change
			☐ Add
			☐ Remove
			☐ Change
			☐ Add
			☐ Remove
			☐ Change
			☐ Add
			☐ Remove
			☐ Change
			☐ Add
			☐ Remove
			☐ Change
			☐ Add
			☐ Remove
			☐ Change

H26000326161



D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

[illegible]

E. Effective date, if other than the date of filing: _____ (optional)

(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of: (b) The 90th day after the record is filed.

Dated August 10, 2026

Signature of a member or authorized representative of a member

Jonathan L. Wolf, Manager

Typed or printed name of signee

Filing Fee: \$25.00



[Department of State](#) / [Division of Corporations](#) / [Search Records](#) / [Search by Entity Name](#) /

Detail by Entity Name

Florida Limited Liability Company
BERKSHIRE SQUARE GP, LLC

Filing Information

Document Number	L15000124866
FEI/EIN Number	47-4866406
Date Filed	07/21/2015
State	FL
Status	ACTIVE
Last Event	LC AMENDMENT
Event Date Filed	08/11/2026
Event Effective Date	NONE

Principal Address

1105 KENSINGTON PARK DRIVE
SUITE 200
ALTAMONTE SPRINGS, FL 32714

Mailing Address

1105 KENSINGTON PARK DRIVE
SUITE 200
ALTAMONTE SPRINGS, FL 32714

Registered Agent Name & Address

Rhoden, Rebecca
215 N. Eola Drive
ORLANDO, FL 32801

Name Changed: 03/29/2021

Address Changed: 03/29/2021

Authorized Person(s) Detail

Name & Address

Title MBR

JONATHAN L. WOLF 2023 IRREVOCABLE GRANTOR TRUST
1105 KENSINGTON PARK DRIVE
SUITE 200
ALTAMONTE SPRINGS, FL 32714

Title AMBR

VON WELLER, RYAN S
1105 KENSINGTON PARK DRIVE
200
ALTAMONTE SPRINGS, FL 32714

Title AMBR

KROLL, KEVIN M
1105 KENSINGTON PARK DRIVE
200
ALTAMONTE SPRINGS, FL 32714

Title AMBR

WENDOVER SHARE, LLC
1105 KENSINGTON PARK DRIVE
200
ALTAMONTE SPRINGS, FL 32714

Annual Reports

Report Year	Filed Date
2024	04/24/2024
2025	02/04/2025
2026	02/13/2026

08/11/2026 -- LC Amendment	View image in PDF format
02/13/2026 -- ANNUAL REPORT	View image in PDF format
11/14/2025 -- LC Amendment	View image in PDF format
02/04/2025 -- ANNUAL REPORT	View image in PDF format
04/24/2024 -- ANNUAL REPORT	View image in PDF format
07/21/2023 -- LC Amendment	View image in PDF format
04/21/2023 -- ANNUAL REPORT	View image in PDF format
04/13/2022 -- ANNUAL REPORT	View image in PDF format
03/29/2021 -- ANNUAL REPORT	View image in PDF format
03/18/2020 -- ANNUAL REPORT	View image in PDF format
09/12/2019 -- LC Amendment	View image in PDF format
03/14/2019 -- ANNUAL REPORT	View image in PDF format
12/03/2018 -- LC Amendment	View image in PDF format
02/27/2018 -- ANNUAL REPORT	View image in PDF format
02/17/2017 -- ANNUAL REPORT	View image in PDF format
04/12/2016 -- ANNUAL REPORT	View image in PDF format
07/21/2015 -- Florida Limited Liability	View image in PDF format

