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Division of Corporations

FAX NO.

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LD0000037597

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : SMITH HULSEY & BUSBY
Account Number : 075030000653
Phone : (904) 359-7700
Fax Number : (904) 359-7712

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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

BB&B Oceans Edge, LLC

Certificate of Status	0
Certified Copy	0
Page Count	02
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
BB&B OCEANS EDGE, LLC**

The undersigned organizer, who is the authorized representative of BB&B Oceans Edge, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is BB&B Oceans Edge, LLC.

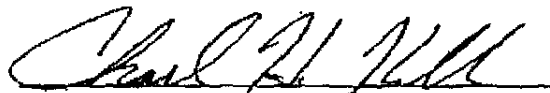
ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is 4741 Algonquin Avenue, Jacksonville, Florida 32210.

ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent of the Company are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Organization on the 10th day of April, 2006.



Charles H. Keller
Authorized Representative

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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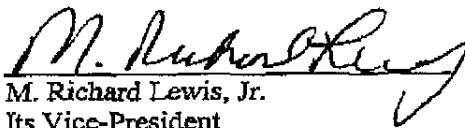
**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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 BB&B Oceans Edge, LLC.
2. The name and the Florida street address of the registered agent and office are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

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, Smith Hulsey & Busey hereby accepts the appointment as registered agent and agrees to act in this capacity. Smith Hulsey & Busey further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

SMITH HULSEY & BUSEY

By: 
M. Richard Lewis, Jr.
Its Vice-President

Date: April 10, 2006

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