

**L 000000007548**

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ATTORNEY AT LAW  
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1000 NORTH UNIVERSITY DRIVE  
PLANTATION, FLORIDA 33324

PHONE: (954) 473-9772  
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June 22, 2000

Via Fed X

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL., 32301

400003303174--7  
-06/23/00--01083--011  
\*\*\*\*125.00 \*\*\*\*125.00

Re: **BS-SII, LLC. a Florida limited liability company**

Gentlemen:

Enclosed please find the Articles of Organization, together with a copy, of the above referenced, together with my check in the sum of \$125.00 representing the filing fees.

Please call this office collect should you have any questions or need additional information.

Thank you for your cooperation.

Very truly yours,

John H. Payne

JHP/af  
Enc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**L00-7548**

Name	John H. Payne
Address	1000 North University Drive Plantation, FL 33324
Date	6/22/00
Expiry	
Updater	John H. Payne
Updater	John H. Payne
Verifier	John H. Payne
Signature	John H. Payne
W. P. [unclear]	

## ARTICLES OF ORGANIZATION

OF

BS-SII, LLC

These Articles of Organization are executed for the purpose of forming a limited liability company pursuant to Chapter 608, Florida Statutes.

### ARTICLE I.

The name of the limited liability company is BS-SII, LLC.

### ARTICLE II.

The period of duration of the limited liability company is perpetual.

### ARTICLE III.

The mailing and street address of the principal office of the limited liability company is 5000 NW 83rd Lane, Coral Springs, FL., 33067.

### ARTICLE IV.

The name and Florida street address of the limited liability company's registered agent is:

John H. Payne  
700 Northeast 40th Court  
Fort Lauderdale, FL. 33334

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### ARTICLE V.

The initial members have the right to admit additional members under terms and condition to be determined by the then members from time to time.

### ARTICLE VI.

The surviving members of the limited liability company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE VII.

The company shall have a Board of Managers. The business affairs of the company shall be managed by or under the direction of the Board of Managers. No member of the company, by reason of his, her or its status as such, shall have any right or authority to act for or bind the company. The initial Board of Managers are:

John H. Payne

ARTICLE VIII.

The limited liability company shall possess and may exercise all of the powers and privilege granted by the Limited Liability Company Act of the State of Florida to the extent not limited by any other law or its limited liability company agreement together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business, purposes or activities of the limited liability company.

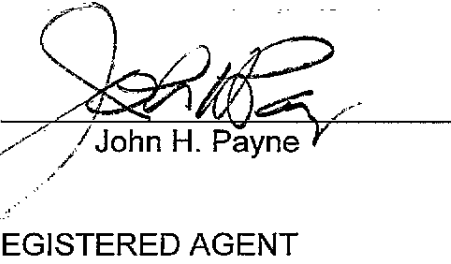
ARTICLE IX.

The limited liability company shall without restriction indemnify and hold harmless any member or manager from and against any claims and demands of any nature so long as the member or manager acted in good faith and in a manner believed to be in the best interest of the limited liability company and with respect to any criminal action or proceeding, has no reasonable cause to believe the conduct was unlawful.

ARTICLE X.

These Articles of Organization shall become effective on June 22, 2000.

In witness whereof, the Articles of Organization are signed this  
June, 2000.

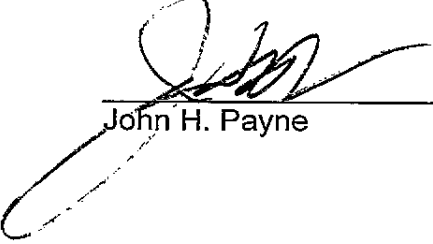
  
John H. Payne

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. I hereby accept the appointment as registered agent and agree to act in this

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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.



John H. Payne

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