

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L000000010776

Bedico 40 of Florida,
 LLC

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 -09/07/00--01025--015
 ***155.00 ***155.00

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

09 SEP -7 11:00

00 SEP -7 AM 11:00
 RECEIVED

LB
 9-7-00

Signature _____

Requested by: LS
 Name _____ Date 9/7/00 Time 9:48
 Walk-In _____ Will Pick Up _____

ARTICLES OF ORGANIZATION
OF
BEDICO 40 OF FLORIDA, L. L. C.

The undersigned subscriber to these Articles of Organization, desiring to form a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, and being a natural person competent to contract, hereby makes, subscribes, acknowledges and files these Articles for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I (NAME)

The name of this limited liability company is Bedico 40 of Florida, L.L.C. (the "Company").

ARTICLE II (DURATION)

The Company shall have perpetual duration, beginning on the date these Articles of Organization are filed in the Office of the Secretary of State of the State of Florida.

ARTICLE III (PURPOSE)

The Company shall have all of the powers stated in the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as such chapter presently exists and may hereafter be amended.

ARTICLE IV (PRINCIPAL OFFICE AND REGISTERED AGENT)

The street address and mailing address of the Company's initial principal office shall be 55 Allen Loop Road, Santa Rosa Beach, Florida 32459. The Company's principal office may hereafter be at such other place or places as the member from time to time may determine. The name of the initial registered agent of the Company shall be John M. Poole and the street address of the registered office is 55 Allen Loop Road, Santa Rosa Beach, Florida 32459.

APPROVED
AND
FILED
20 SEP 7 PM 12:06
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V (MANAGEMENT)

The Company will be managed by its Member(s). The name and address of the initial Member is:

John M. Poole
55 Allen Loop Road
Santa Rosa Beach, Florida 32459

ARTICLE VI (ADDITION OF ADDITIONAL MEMBERS)

Except where a Member has received a bona fide offer to purchase a Member's Membership Interest, the offer has been offered to the limited liability company and/or other Members of the limited liability company, and the Company and the Members declined to purchase the Membership Interest on the terms offered by the third party, the decision to admit a new Member into this Company, or to allow a Member to sell, assign, gratuitously transfer, devise or otherwise transfer (with or without consideration) his or her Membership Interest shall require the unanimous consent of the Members. Contributions required of new members shall be determined as of the time of admission to the Company.

ARTICLE VII (CONTINUATION)

The term of the business shall be that stated in Article II herein, and it shall not be affected by the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company.

ARTICLE VIII (RESTRICTION ON MEMBERSHIP)

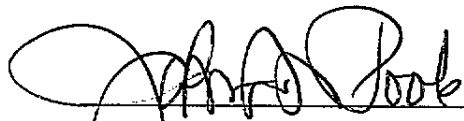
A member's interest this company is subject to the restrictions set forth in Article VI above.

APPROVED
AND
FILED
00 SEP -7 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX (AMENDMENT)

The company reserves the right to amend these Articles of Organization or any amendment thereto from time to time by the Members in accordance with the Florida Limited Liability Company Act.

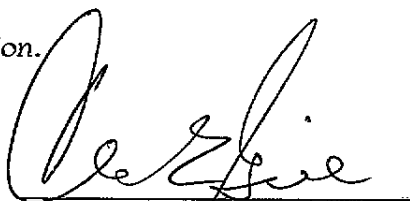
IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization on this 1st day of SEPTEMBER 2000.


John M. Poole, Member

STATE OF LOUISIANA
PARISH OF ST. TAMMANY

The foregoing instrument was acknowledged before me this 1st day of SEPTEMBER 2000, by John M. Poole, who did not take an oath, *who stated that he executed the foregoing instrument as a member of the limited liability company*, and who:

- is/are personally known to me.
- produced current _____ driver's license as identification.
- produced _____ as identification.



Notary Public
Clave E. Gill, III
NOTARY PUBLIC

Parish of St. Tammany, State of Louisiana
My Commission is for Life

Name of Notary Printed
My Commission Expires
Commission Number

00 SEP - 7 PM 12: 06
SECRETARY OF STATE
TAMMANY PARISH
LOUISIANA

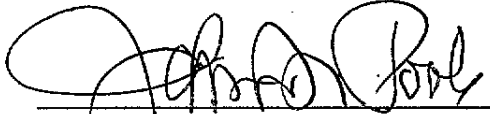
APPROVED
AND
FILED

(Notary Seal Must be Affixed)

ACCEPTANCE

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 am familiar with and accept the obligations of my position as registered agent and I agree to act in that position. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Dated this 1ST day of SEPTEMBER 2000



John M. Roole, Registered Agent

00 SEP -7 PM 12: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED