

Division of Corporations

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From:

Account Name : DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZARTH, P.A.
Account Number : 076077001702
Phone : (407) 841-1200
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LIMITED LIABILITY COMPANY

B & P Portfolio, LLC

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|-----------------------|----------|
| Certificate of Status | 0 |
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**ARTICLES OF ORGANIZATION
OF
B & P PORTFOLIO, LLC**

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TALLAHASSEE, FLORIDA
02 FEB -6

The undersigned, acting as organizers of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby form a limited liability company under the laws of the State of Florida and adopt the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is B & P Portfolio, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address and the mailing address of the principal office of the Company is 9390 Wickham Way, Orlando, Florida 32836.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 2369 Whispering Maple Drive, Orlando, Florida 32837. The name of the registered agent of the Company at that address is Thierry A. Pauquet.

ARTICLE IV - MANAGEMENT

The Company is to be a member managed company.

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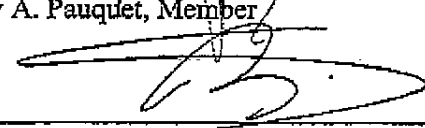
ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned members have made and subscribed these Articles of Organization this 16th day of February, 2002.

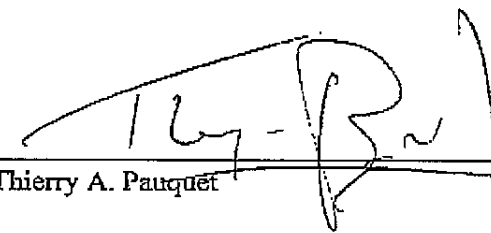
Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.



Thierry A. Pauquet, Member

Sylvain Brein, MemberSTATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.



Thierry A. PauquetDate: February 06, 2002