

L020000020180

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

W02-21700

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****155.00 ****155.00

Enclosed are the original and one copy of the articles of organization of B & B ACQUISITION CO., LLC, and the acceptance of the registered agent. Also enclosed is a check for one hundred fifty-five dollars and zero cents (\$155.00) for filing fees for the articles of organization, the designation of a registered agent, and a certified copy of record. Please send the certified copy and any other information or inquiries to:

Groner, Schieb & Williams
8433 Enterprise Circle, Suite 200
Bradenton, Florida 34202
(941) 377-3400

W02/8
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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SP



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 29, 2002

GRONER, SCHIEB & WILLIAMS
8433 ENTERPRISE CIRCLE, SUITE 200
BRADENTON, FL 34202

SUBJECT: B & B ACQUISITION CO., LLC
Ref. Number: W02000021700

We have received your document for B & B ACQUISITION CO., LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated must be an active Florida entity or a foreign entity authorized to transact business in Florida. Please correct the document.

We could find no active filing for the Registered Agent you name.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 902A00045516

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ARTICLES OF ORGANIZATION
OF
B & B ACQUISITION CO., LLC

ARTICLE I - NAME

The name of the limited liability company shall be B & B ACQUISITION CO., LLC, ("Company").

ARTICLE II - ADDRESS

The principal place of business of the Company shall be 8433 Enterprise Circle, Suite 200, Bradenton, Florida 34202, and the mailing address shall be the same.

ARTICLE III - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval by the Secretary of State for the State of Florida.

ARTICLE IV - DURATION

Subject to the provisions of Article IX, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE V - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the Company's registered office is 8433 Enterprise Circle, Suite 200, Bradenton, Florida 34202. The initial registered agent of the Company is Richard W. Groner, 8433 Enterprise Circle, Suite 200, Bradenton, Florida 34202.

ARTICLE VII - MANAGEMENT

The Company shall be a manager-managed limited liability company. The managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and the affairs of the Company.

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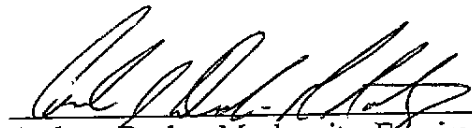
ARTICLE VIII - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

IN WITNESS WHEREOF, the undersigned, an authorized representative of the members, has made and subscribed these Articles of Incorporation in Bradenton, Florida, for the foregoing uses and purposes on this 24 day of July, 2002.

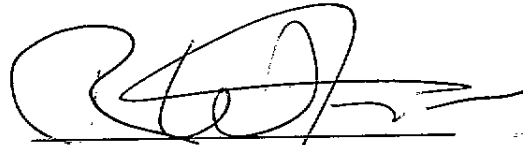


Andrew Decker-Moskowitz, Esquire
Groner, Schieb & Williams
8433 Enterprise Circle, Suite 200
Bradenton, Florida 34202
(941) 377-3400
Florida Bar 0533491
As Authorized Representative of the Members

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Richard W. Groner, having a business office identical with the registered office of the B & B Acquisition Co., LLC, and having been designated the registered agent of B & B Acquisition Co., LLC, in its Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.415, Florida Statutes and other applicable Florida Statutes.



Richard W. Groner
8433 Enterprise Cir., Suite 200
Bradenton, FL 34202
(941) 377-3400

Date: 8/6/2002

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