

L02000024923

W
H
HAMILTON & HARRISON P.A.
ATTORNEYS AT LAW

2625 Park Tower
400 North Tampa Street
Tampa, Florida 33602

Phone: (813) 225-9188
Fax: (813) 225-2531
www.whh-law.com

September 9, 2002

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

000007727980--0
-09/13/02--01002--014
*****78.75 *****78.75

Re: BMSP Properties, L.L.C.

Greetings:

W02-26446

Enclosed please find an Articles of Organization and Designation of Registered Agent and Registered Office. Please have this corporation filed with the state of Florida. Enclosed is a check in the amount of \$78.75 to cover the filing fees.

Should you need anything further, please feel free to contact our office.

Sincerely,
J Zehr
Jessica Zehr, Paralegal to
Theodore J. Hamilton, Esquire

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 24 PM 1:36

wg/24

TJH/jz
Enclosure

000007727980--0
-09/24/02--01013--027
*****46.25 *****46.25

cp

FF \$125
CC 30



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 16, 2002

JESSICA ZEHR, PARALEGAL
WETHERINGTON, HAMILTON & HARRISON, P.A.
400 NORTH TAMPA STREET, 2625 PARK TOWER
TAMPA, FL 33602

SUBJECT: BMSP PROPERTIES, L.L.C.
Ref. Number: W02000026846

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 24 PM 1:36

We have received your document for BMSP PROPERTIES, L.L.C. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The filing fee for an LLC is \$125. Certification is optional and costs as follows: \$5 for a certificate of status, \$30 for a certified copy of the filing. Please determine the remaining amount due based upon whether or not you want any certification, and remit a check for that amount with a copy of this letter.

Please return 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: 902A00052750

✓ enclosed.

Do not need
Certification

ARTICLES OF ORGANIZATION
OF
BMSP PROPERTIES, L.L.C.

ARTICLE 1: NAME

The name of this Limited Liability Company is: **BMSP PROPERTIES, L.L.C.**

ARTICLE 2: PURPOSE

This Limited Liability Company is organized for the purpose of transacting any and all business.

ARTICLE 3: INITIAL PRINCIPAL
OFFICE AND MAILING ADDRESS

The principal office is 1408 Westshore Blvd., Suite 900, Tampa, Florida 33607 and the mailing address of this Limited Liability Company is 1408 Westshore Blvd., Suite 900, Tampa, Florida 33607.

ARTICLE 4: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Limited Liability Company is 2625 Park Tower, 400 N. Tampa Street, Tampa, 33602, and the name of the initial registered agent of this Limited Liability Company at that address is Theodore J. Hamilton, Esquire, c/o Wetherington, Hamilton & Harrison, P.A.

ARTICLE 5: INITIAL MEMBERS

This Limited Liability Company initially shall have four (4) members. The number of members may be either increased or diminished from time to time by unanimous vote of the existing members but shall never be less than one. The name and address of the initial members of this Limited Liability Company is:

NAME

ADDRESS

Jill F. Bizenov as Trustee of the
Steven J. Friedman 2002 irrevocable
trust for the benefit of Benjamin J.
Friedman

1408 N. Westshore Blvd.
Suite 900
Tampa, FL 33607

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 24 PM 1:35

Jill F. Bizenov as Trustee of the
Steve J. Friedman 2002 irrevocable trust
for the benefit of Melanie J. Friedman
1408 N. Westshore Blvd.
Suite 900
Tampa, FL 33607

Ronald F. & Elizabeth C.
Knickerbocker as co-trustees of the
Ronald F. & Elizabeth C. Knickerbocker
2002 irrevocable trust for the benefit
of Sloane H. Welling
1408 N. Westshore Blvd.
Suite 900
Tampa, FL 33607

Ronald F. & Elizabeth C.
Knickerbocker as co-trustees of the
Ronald F. & Elizabeth C. Knickerbocker
2002 irrevocable trust for the benefit
of Peyton B. Welling
1408 N. Westshore Blvd.
Suite 900
Tampa, FL 33607

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 24 PM 1:36

ARTICLE 6: AUTHORIZED REPRESENTATIVE

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Theodore J. Hamilton	400 North Tampa Street, Suite 2625 Tampa, Florida 33602

ARTICLE 7: MANAGERS

This Limited Liability Company shall be a manager-managed company. The initial managers shall be Steve J. Friedman and Ronald F. Knickerbocker.

ARTICLE 8: INDEMNIFICATION

The Limited Liability Company shall indemnify any officer or member, or any former officer or member, to the full extent permitted by law.

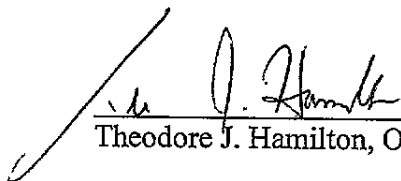
ARTICLE 9: OPERATING AGREEMENT

The initial Operating Agreement shall be adopted by the members. The power to alter, amend or repeal the Operating Agreement or adopt a new Operating Agreement is vested in the members.

ARTICLE 10: AMENDMENT

This Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 9th day of September, 2002.

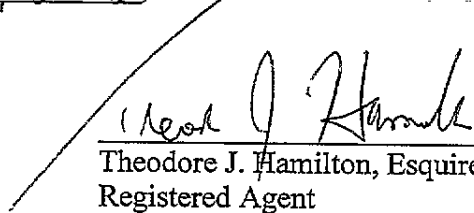


Theodore J. Hamilton, Organizer

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named Limited Liability Company at a place designated in these Articles of Organization, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 9th day of September, 2002.



Theodore J. Hamilton, Esquire
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 24 PM 1:39

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

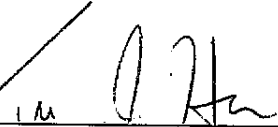
Pursuant to Section 608.415, Florida Statutes, this Designation is submitted.

1. BMSP PROPERTIES, L.L.C., is a Florida limited liability company desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1408 N. Westshore Blvd., Suite 900, Tampa, Florida 33607;

2. BMSP PROPERTIES, L.L.C., hereby names Theodore J. Hamilton, an individual resident of this state, as its registered agent to accept service of process within the State of Florida;

3. BMSP PROPERTIES, L.L.C., hereby designates as its registered office, the street address of said registered agent's place of business, which is 2625 Park Tower, 400 North Tampa Street, City of Tampa, County of Hillsborough, State of Florida.

SUBMITTED this 9th day of September, 2002.


Theodore J. Hamilton, Organizer on behalf of
BMSP PROPERTIES, L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 24 PM 1:36

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the designated place, I hereby agree to act in this capacity and accept this appointment, and agree to comply with the provisions of Section 608.415, Florida Statutes, relative to keeping open said office.

By: 
Theodore J. Hamilton, Registered Agent

Dated: September 9, 2002