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Division of Corporations

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From:

: BARNETT, BOLT, KIRKWOOD & LONG Account Name

Account Number: 072731001155 : (813)253-2020 Fax Number : (813)251-6711

LIMITED LIABILITY COMPANY

BnPops Hojos, LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION OF BNPOPS HOJOS, LLC

The undersigned hereby organizes a limited liability company under the provisions of the Florida Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Companization:

ARTICLE 1 Name

The name of this limited liability company is:

BnPops Hojos, LLC

(hereafter, the "Company").

ARTICLE 2
Effective Date

The Company shall have perpetual existence, commencing on the date that these Articles of Organization are filed with the Florida Department of State.

ARTICLE 3 Mailing Address and Principal Office

The address of the principal office and the mailing address of the Company is 2413 Woodlawn Circle West, St. Petersburg, Florida 33704.

ARTICLE 4 Initial Registered Office and Agent

The street address of the initial registered office of the Company is 2413 Woodlawn Circle West, St. Petersburg, Florida 33704, and the name of the initial registered agent of the Company at that address is Alison R. Hardage.

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ARTICLE 5 Management of the Company

The Company is to be managed by one or more managers and is, therefore, a managermanaged company.

ALISON R. HARDAGE, Authorized Representative

STATEMENT PURSUANT TO SECTION 608 415 OF THE FLORIDA STATLITES

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 hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Date: February ______, 2004

ALISON R. HARDAGE, Registered Agent

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