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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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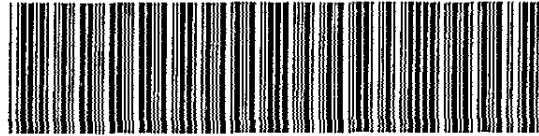
(Business Entity Name)

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NEW YORK
DISTRICT OF COLUMBIA

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February 15, 2004

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 245-6051

Transmittal Letter

To: Registration Section
Division of Corporations

Subject: Barnett Drive LLC

The enclosed Articles of Organization and fee(s) of \$125 are submitted for filing.

Please return all correspondence concerning this matter to the following:

Richard Langan, Esq.
26 Spring Street
Sudbury, MA 01776

For further information concerning this matter, please call:

Richard Langan at (978) 440-7625

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**ARTICLES OF ORGANIZATION
FOR
BARNETT DRIVE, LLC**

ARTICLE I

The name of the Limited Liability Company is: Barnett Drive, LLC (the "Company").

ARTICLE II

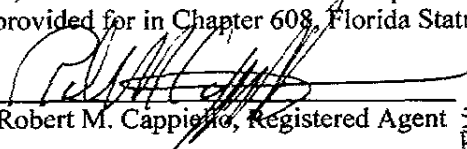
The principal office address of the Company in Florida is: 59 Shadow Lane, Lakeland, FL 33813. The mailing address of the Company is: 566 Commonwealth Avenue, Suite 1202, Boston, MA 02215.

ARTICLE III

The name and Florida Street address of the Company's registered agent is:

Robert M. Cappiello
59 Shadow Lane
Lakeland, FL 33813

Having been named as registered agent to accept service of process for the Company at the place designated in these Articles, 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.


Robert M. Cappiello, Registered Agent

ARTICLE IV

The name and address of the sole Member of the Company is:

Prince Street Real Estate, LLC
Susan C. Schlener, Authorized Member
566 Commonwealth Avenue
Suite 1202
Boston, MA 02215

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I, Susan C. Schlener, affirm that I have read these Articles of Organization and that the facts stated herein are true and complete, that I intend to form said Company and do hereby sign these Articles this 30th day of January, 2004.

PRINCE STREET REAL ESTATE, LLC
Sole Member

By: 
Susan C. Schlener, Authorized Member

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TALLAHASSEE, FLORIDA

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