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MacLeod, McGinness & Bowman, P.A. 941 954-5974

Division of Corporations

Page 1 of 1

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LIMITED LIABILITY COMPANY

Babeena, L.L.C.

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ARTICLES OF ORGANIZATION
OF
BABEENA, L.L.C.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

Article 1. Name. The name of the Company is:

Babecna, L.L.C.

Article 2. Mailing and Street Address of Principal Office. The mailing and street address of the principal office for the Company is:

3520 Bayou Louise Lane
Sarasota, FL 34242

Article 3. Duration. The period of duration of the Company shall be perpetual, unless sooner dissolved in accordance with the Regulations and the Florida Limited Liability Company Act.

Article 4. Registered Agent and Office. The name and address of the initial registered agent in Florida for the Company is as follows:

W. LEE MCGINNESS	1800 Second Street, Suite 971 Sarasota, FL 34236
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Article 5. Management. The Company is to be a manager-managed company.

Article 6. Commencement of Existence. In accordance with Section 608.409(1), Florida Statutes, the date when existence of the Company shall commence is the date of subscription and acknowledgment of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409(1), Florida Statutes, the date when existence of the Company shall commence is the date of filing by the Secretary of State.

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Under penalties of perjury, I affirm that the facts stated herein are true to the best of my knowledge and belief.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Executed on this 11th day of May, 2004.



W. LEE MCGINNESS, Representative

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of BABEENA, L.L.C., the undersigned accepts such an appointment, agrees to act in such capacity and is familiar with and accepts the obligations of the position as provided for in Chapter 608, Florida Statutes.

Executed this 11th day of May, 2004.



W. LEE MCGINNESS
Registered Agent