

JUN-23-2004 12:08  
DIVISION OF CORPORATIONS

Cherry Edgar

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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : CHERRY & SPENCER, P.A.  
Account Number : 072100000272  
Phone : (561) 471-7767  
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DIVISION OF CORPORATIONS

**LIMITED LIABILITY COMPANY**

**BBP PROPERTIES, L.L.C.**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
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ARTICLES OF ORGANIZATION  
FOR  
BBP PROPERTIES, L.L.C.  
a Florida limited liability company

ARTICLE I  
Name:

The name of the Limited Liability Company is: BBP PROPERTIES, L.L.C.

ARTICLE II  
Address

The mailing address and street address of the principal office of the Limited Liability Company is:  
9990 Coconut Road, Suite 200, Bonita Springs, Florida 34135-8488

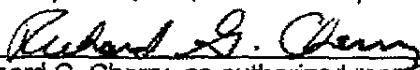
ARTICLE III  
Registered Agent and Office

The name and Florida street address of the registered agent is:

Richard G. Cherry  
Cherry & Edgar, P.A.  
4400 PGA Boulevard, Suite 200  
Palm Beach Gardens, FL 33410

ARTICLE IV  
Manager

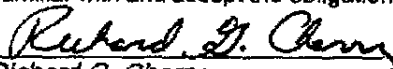
The Limited Liability Company shall be a manager-managed company. The manager shall be:  
Resource Conservation Properties, Inc., a Florida corporation

  
Richard G. Cherry, as authorized representative  
For James P. McGowan, Vice President of  
Resource Conservation Properties, Inc.

(In accordance with Section 608.408(3), Florida Statutes,  
the execution of this document constitutes an affirmation  
under the penalties of perjury that the facts stated herein  
are true)

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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, F.S.

  
Richard G. Cherry Date: June 23, 2004

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