

W050000/5453 (4)

Florida Department of State
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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

bsn properties, llc

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 2, 2005

EMPIRE

SUBJECT: BSN PROPERTIES, LLC
REF: W05000005361

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Also, you must remove any reference to the Exhibit A from Article VIII.,

Please return your document, along with 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) 245-6967.

Michelle Hodges
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**ARTICLES OF ORGANIZATION
FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to Florida Statutes Chapter 608 et seq. "The Florida Limited Liability Company Act" as amended, the below named entity adopts these Articles of Organization as of the date and time when these Articles of Organization are filed, as evidenced by the Department of State's date and time endorsement on this original document, in accordance with the following:

ARTICLE I - NAME.

The name of the Limited Liability Company is BSN PROPERTIES, LLC.

ARTICLE II - ADDRESS.

The mailing address and street address of the principal office of the Limited Liability Company is 2104 Blue Iris Place, Longwood, FL 32779.

ARTICLE III - REGISTERED AGENT.

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

BOB A. VARMA
2104 Blue Iris Place, Longwood, FL 32779.

Having been named as registered agent and to accept service of process for the above named 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Registered Agents Signature

ARTICLE IV - MANAGEMENT.

The company shall be managed by the members in accordance with the regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

BOB A. VARMA
2104 Blue Iris Place
Longwood, FL 32779

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ARTICLE V - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS.

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his interest only as set forth in the regulations of the company.

ARTICLE VII - MEMBER'S RIGHT TO CONTINUE BUSINESS.

The unanimous approval of the remaining members is required to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this limited liability company.

ARTICLE VIII - CAPITAL CONTRIBUTIONS

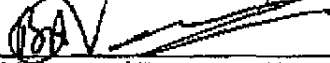
The members of the company shall contribute to the capital of the company by way of cash or property.

ARTICLE IX - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all members, or as provided in the regulations.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization on the 9th day of February, 2005.

By: BSN PROPERTIES, LLC



Print Name: BOB A. VARMA

As its: Member/Manager

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