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Division of Corporations

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From:

Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.

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LIMITED LIABILITY COMPANY

BF HOLLY HILL I, LLC

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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T. Brumley MAR 29 2005

**ARTICLES OF ORGANIZATION
OF
BF HOLLY HILL I, LLC
a Florida limited liability company**


1. The name of the limited liability company is BF Holly Hill I, LLC.
2. The street address of the principal office of the limited liability company is:

3390 Mary Street, Suite 200
Coconut Grove, Florida 33133
3. The mailing address of the limited liability company is:

321 East Hillsboro Boulevard
Dearfield Beach, Florida 33441
4. The name and street address of the initial registered agent of the limited liability company are:

Theodore R. Stotzer
321 East Hillsboro Boulevard
Dearfield Beach, Florida 33441

Dated: as of March 29, 2005.


Theodore R. Stotzer,
Authorized Representative of the Member

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of March 29, 2005


Theodore R. Stotter, Registered Agent

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