

Division of Corporations

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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0383
From: Account Name : WADE F. JOHNSON, JR., P.A.
Account Number : I20000000157
Phone : (407) 895-9288
Fax Number : (407) 895-9289

LIMITED LIABILITY COMPANY

BPW Fairbanks, LLC

8/10/05

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION
OF
BPW Fairbanks, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

**ARTICLE I.
NAME**

The name of this limited liability company is BPW Fairbanks, LLC ("Company").

**ARTICLE II.
COMMENCEMENT OF COMPANY EXISTENCE AND DURATION**

The Company shall exist from the date of filing these Articles with the Department of State and the duration of its existence shall be perpetual.

**ARTICLE III.
MAILING ADDRESS AND STREET ADDRESS**

The Company's mailing address is 1881 W. Fairbanks Ave., Winter Park, FL 32789. The Company's street address is 1881 W. Fairbanks Ave., Winter Park, FL 32789.

**ARTICLE IV.
REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of the Company is Wade F. Johnson, Jr. The street address of the initial registered agent of the Company is 2901 Curry Ford Rd., Suite 212, Orlando, FL 32806.

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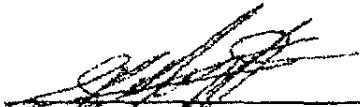
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**ARTICLE V.
OPERATING AGREEMENT**

The members shall have the power to adopt, alter, amend, or repeal an operating agreement of the Company containing provisions for the operation and management of the affairs of the Company.

The undersigned executed these Articles of Organization effective as of the 9th day of August, 2005.



Carlos Sciortino
Member

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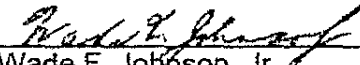
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is BPW Fairbanks, LLC.
2. The name and address of the registered agent and office is Wade F. Johnson, Jr., 2901 Curry Ford Rd., Suite 212, Orlando, FL 32806.

Having been named as registered agent and to accept service of process for the above stated 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 I am familiar with and accept the obligations of my position as registered agent.

Dated this 9th day of August, 2005.


 Wade F. Johnson, Jr.
 Registered Agent

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