

DEC. 7. 2005

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CARLTON FIELDS ST. PETE

No. 2302

Page 1 of 1

WS000116861

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LIMITED LIABILITY COMPANY

BPT 3, LLC

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CARLTON FIELDS ST. PETE

NO. 2302 P. 1

CARLTON FIELDS

ATTORNEYS AT LAW

ONE PROGRESS PLAZA
200 CENTRAL AVENUE, SUITE 2300
ST. PETERSBURG, FLORIDA 33701-4352

MAILING ADDRESS
P.O. BOX 2861, ST. PETERSBURG, FL 33731-2861
TEL (727) 821-7000 FAX (727) 822-3768

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Message:

BPT 3, LLC

See attached Electronic Filing Cover Sheet and Articles of Organization.

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**ARTICLES OF ORGANIZATION
OF
BPT 3, LLC**

The undersigned, acting as the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following articles of organization for such limited liability company (the "Company"):

ARTICLE I

Name

The name of the Company is BPT 3, LLC.

ARTICLE II

Principal Office and Mailing Address

The principal office and mailing address of the Company is 13361 Atlantic Boulevard, Jacksonville, Florida 32225.

ARTICLE III

Initial Registered Agent and Office

The street address of the initial registered office of the Company is 4221 West Boy Scout Boulevard, Tampa, Florida 33607, and the name of its initial registered agent at that address is CFRA, LLC, a limited liability company organized and existing under the laws of the State of Florida.

ARTICLE IV

Organizing Member

The name and address of the authorized representative of the Company executing these articles of organization is:

Name

Address

Joel B. Giles

200 Central Avenue, Suite 2300
St. Petersburg, Florida 33701

By: 

JOEL B. GILES,
Authorized Representative

Effective as of the 7th day of December, 2005.

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Effective as of the 7th day of December, 2005.

REGISTERED AGENT:

CFRA, LLC

By: 

JOEL B. GILES, its Authorized Agent

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