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# FLORIDA/FOREIGN LIMITED LIABILITY CO.

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# **BHBR 1402, LLC**

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# ARTICLES OF ORGANIZATION OF BHBR 1402, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

## ARTICLE I - NAME

The name of the limited liability company shall be BHBR 1402, LLC ("Company").

## **ARTICLE II - ADDRESS**

The malling address and street address of the principal office of the Company shall

BHBR 1402, LLC 221 McKenzie Avenue Panama City, Florida 32402

## **ARTICLE III - PURPOSE**

The Company is organized for the purpose of owning and investing in rental properties and transacting any and all lawful business permitted under the laws of the United States and Florida.

SECRETARY OF STATE DIVISION OF CONCERNATIONS

Prepared by: MICHAEL S. BURKE, ESQ. Florida Bar No. 0133851 BURKE, BLUE, HUTCHISON & WALTERS, P.A. 415 Beckrich Road Penama City Beach, Florida 32407 [850] 236-4444

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#### **ARTICLE IV - DURATION**

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these articles of organization.

#### ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State

of Florida is:

Dede Rowan, Esq. 221 McKenzie Avenue Panama City, Florida 32402

## **ARTICLE VI - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the company the cash or property set forth in the operating agreement of the members.

## ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

#### **ARTICLE VIII - ADMISSION OF NEW MEMBERS**

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 or her interest in the Company as set forth in the operating agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other

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than the member proposing to dispose of his or her interest approves of the proposed transfer by unanimous written consent.

## **ARTICLE IX - TERMINATION OF EXISTENCE**

The company shall be dissolved on the death, bankruptcy, insanity, retirement, resignation, expulsion or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one remaining member.

## ARTICLE X - MANAGEMENT

The Company shall be member managed in accordance with 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.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Panama City Beach, Bay County, Florida, on this day of October, 2006.

Michael S. Burke, Organizing Member

SECRETARY OF STATE
DIVISION OF CORFLEATIONS

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# STATE OF FLORIDA COUNTY OF BAY

| 2006, | The foregoing instrument was acknown, by Michael S. Burke, who: (notary mu  | wledged before me this $\stackrel{\textstyle 	extstyle \sim}{\textstyle 	extstyle \sim}$ day of October, est check applicable box) |
|-------|---|--|
|       | is personally known to.me.  produced a current Florida driver's license as identification.  produced as identification. |  |
| (SEA  | JODENA K. BERANEK MY COMMISSION # DD 328355 EXPIRES: June 13, 2008 Banded Treu Hotery Public Undervitiers               | Nofary, Nofary, Beranela<br>Nofary, Beranela<br>Printed Name of Notary   |

## ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of BHBR 1402, LLC as registered agent of this limited liability company, hereby consents to accept a 自由新启 25: service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the positions of registered agent.

Name: Denise H. Rowan

Registered Agent

Address: 221 McKenzie Avenue Panama City, FL 32402