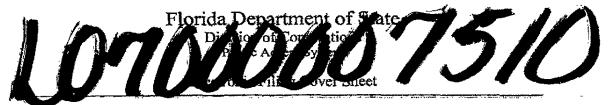
Division of Corporations

Page 1 of 1



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Division of Corporations

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From:

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Account Number : 120000000149

Phone : (904)285-3204

Fax Number

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James V. Walker

#### FAX TRANSMITTAL COVER SHEET

TO: Division of Corporations

FAX NUMBER: (850)205-0383

FROM: Laurie Green

DATE: Friday, January 19, 2007

CLIENT # 0215

RE:

HCRETARY OF STATE

MESSAGE:

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#### ARTICLES OF ORGANIZATION OF BAYP, L.L.C.

The undersigned member, for the purpose at forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

## ARTICLE I

The name of the limited liability company shall be Bay?, L.L.C. (the "Company").

### ARTICLE II ADDRESS

The mailing address and the principal office address of the Company shall be 8823 San Jose Boulevard, Suite 206, Jacksonville, Florida 32217.

#### ARTICLE III 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 by law.

# ARTICLE IV REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is JAMES V. WALKER, 228 Ponte Vedra Park Drive, Suite 200, Ponte Vedra Beach, Florida 32082.

# ARTICLE V 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 than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### ARTICLE VI MANAGEMENT

The Company shall be managed by the members in accordance with regulations set forth in the operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provisions for the regulation and management of the affairs of the Campany not inconsistent with law or these articles of organization. The name and address of the initial member of the Company is Our TIME BURGER COMPANY, L.L.C., 8823 San Jose Boulevard, Suite 206, Jacksonville, Florida 32217.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed there Articles of Organization at Ponte Vedra Beach, Florida, on this \_\_\_\_\_ day of ANGARY 2007. OUR TIME BURGER COMPANY, L.L.C. lfs: Manager, STATE OF FLORIDA COUNTY OF ST. JOHNS The foregoing Articles of Organization were acknowledged before me this \_\_\_\_\_ 2007, by Kelly F. Harris, as Manager of Our time Burger day of AV COMPANY, L.L.C.[V] who is personally known to me or [ ] who has produced \_as identification, and who acknowledged that he signed such instrument of his own free will. Inew War Notary Public, State of Florida at Large

Notary's printed or stamped name:

My commission expires:

Laurie Green (Walker Law Group)

#### **ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of **BAY9**, **LLC.**, as the registered agent of this limited liability company, hereby consents to accept 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 or her duties, and is familiar with and accept the obligations of the position of registered agent.

IAMES V. WALKER, Registered Agen

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SECRETARY OF STATE