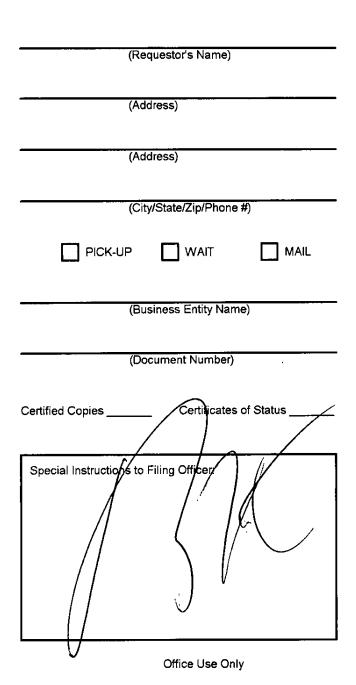
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03/14/07--01029--008 **160.00

CORPDIRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSEE, FL 32301 222-1173

FILING COVER SHEET ACCT. #FCA-14

CONTACT:

Examiner's Initials

TRACY SPEAR

DATE:

03/14/07

REF. #:

000589.65432

CORP. NAME: BHS RETAIL ASSOCIATES, LLC

() ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT

() ANNUAL REPORT	() TRADEMARK/SERVICE MARK	() FICTITIOUS NAME
() FOREIGN QUALIFICATION	() LIMITED PARTNERSHIP	(XX) LIMITED LIABILITY
() REINSTATEMENT	() MERGER	() WITHDRAWAL
() CERTIFICATE OF CANCELLATION	N		
() OTHER:			
STATE FEES PREPAID W	TT.	н снеск# <u>525538</u>	_ FOR \$ <u>160.00</u>
AUTHORIZATION FOR A	CO	COUNT IF TO BE DEBITEI) :
		COST LIN	AIT: \$
PLEASE RETURN:			
(XX) CERTIFIED COPY	(XX) CERTIFICATE OF GOOD STA	ANDING () PLAIN STAMPED COPY
() CERTIFICATE OF STATUS			

OTHER IN PHIZ: 50

() ARTICLES OF DISSOLUTION

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY



A	\mathbf{R}'	\mathbf{T}	IC	L	E	I	_	N	la	m	e:

The name of the Limited Liability Company is:

BHS RETAIL ASSOCIATES, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Ad	dress:	<u>Mail</u>	ing Address:
c/o Quiet Flight		c/o Q	uiet Flight
4605 L.B. McLeod Ros	nd, Suite 300	4605	L.B. McLeod Road, Suite 300
Orlando, FL 32811		Orland	do, FL 32811
The name and the Flo	istered Agent, Registe orida street address of t IRAI Services, Inc.		gistered Agent's Signature: t are:
<u>-</u>		ame	
2731 Executive Park Drive, Suite 4 Florida street address (P.O. Box NOT acceptable)			
. <u>v</u>	Veston	FLORIDA	33331
	City, Sta	ate, and Zip	

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 as provided for in Chapter 608, Florida Statutes..

NRAI Services, Inc.

By:

Registered Agent's Signature

Page 1 of 2 (CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title: "MGR" = Manager "MGRM" = Managing Member	Name and Address:
MGR	Edward Leasure c/o Quiet Flight,4605 L.B. McLeod Road, Ste. 300 Orlando, FL 32811
·	
(Use attachment if necessary)	
NOTE: An additional article must be REQUIRED SIGNATURE:	e added if an effective date is requested.
Signature of a member or an	authorized representative of a member.
(In accordance with section 608 of this document constitutes an that the facts stated herein are t	8.408(3), Florida Statutes, the execution affirmation under the penalties of perjury rue.)
Angela Fletcher Typed or p	rinted name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)