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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BRC Properties, LLC

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Articles of Organization Of BRC Properties, LLC

Article I Name

The name of the limited liability company ("Company") is BRC Properties, LLC.

Article II Address

The mailing and street address of the Company's principal office is 301 N. Baker Street, Suite 208, Mount Dora, Florida 32757.

Article III Duration

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

Article IV Purpose and Powers

This Company is organized with a general business purpose, and has all powers provided by law and may use those powers to any lawful purpose.

Article V Registered Agent and Office

The name of the Company's initial registered agent in Florida is Steven Kneipp. The address of the Company's registered office in Florida is 301 N. Baker Street, Suite 208, Mount Dora, Florida 32757.

Article VI Management

The Company will be managed by the members. Each managing member is identified as follows:

<u>Name</u>	<u>Address</u>
Steven Kneipp	301 N. Baker St., Suite 208 Mount Dora, FL 32757

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**Article VII
Admission of New Members**

Members of the Company have the right to admit new members. Members may admit to the Company additional members to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the members. Admission of any such additional members requires the written consent of all members then having any ownership interest in the Company. Any additional members are allocated gain, loss, income or expense by the method provided in the Regulations of the Company, and if no method is specified, then as may be permitted by the Internal Revenue Code of 1986, as amended.

**Article VIII
Continuation of Business**

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company. The business may be continued only on the unanimous consent of the remaining members.

In Witness Whereof, the undersigned have executed these Articles of Organization on this 21st day of February, 2007, at Lake County, Florida. In accordance with Section 608.408(3), Florida Statutes, the execution of this instrument constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Steven Kneipp
Member

Acceptance of Registered Agent

Having been named as registered agent and to accept service of process for the above named limited liability company at the place designated in the Articles of Organization, 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, as amended.

Dated: February 21st, 2007.


Steven Kneipp

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