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Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : GOLDSTEIN LAPAYOWKER LLP
Account Number : I20060000077
Phone : (561) 989-9955
Fax Number : (561) 989-9966

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

499 BS LEASING, LLC

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M. Thomas MAR 11 2008

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**ARTICLES OF ORGANIZATION
OF
499 BS LEASING, LLC
(A Florida Limited Liability Company)**

**ARTICLE I
NAME**

The name of the Limited Liability Company (the "Company") is 499 BS LEASING, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 23 N. Beach Road, Jupiter Island, Florida 33455.

**ARTICLE III
DURATION**

The period of duration for the Company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV
MANAGEMENT**

The Company is to be managed by one or more members and is, therefore, a member-managed company.

**ARTICLE V
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the limited liability company may, pursuant to the vote of members possessing a majority of membership interests in the limited liability company, continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

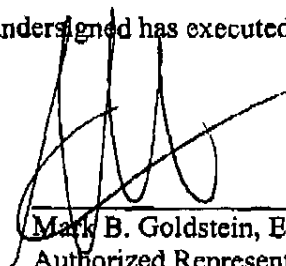
The name and street address of the Limited Liability Company's initial registered agent is Goldstein Lapayowker LLP, 2700 North Military Trail, Suite 130, Boca Raton, Florida 33431.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 10th day of March, 2008.



Mark B. Goldstein, Esq.
Authorized Representative of a
member

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **499 BS LEASING, LLC**, a Florida Limited Liability Company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned 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 its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 10th day of March, 2008.

GOLDSTEIN LAPAYOWKER, LLP

By: _____

Mark B. Goldstein, Esq.

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