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EXAMINER

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CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

BAEP Holdings, L.L.C.

January 12, 2009

Filing Evidence

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

NEW FILINGS	
	Profit
	Non Profit
X	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

ARTICLES OF ORGANIZATION
OF
BAEP HOLDINGS, L.L.C.

FILED
09 JAN 12 AM 9:05
TALLAHASSEE, FLORIDA
CLERK OF DISTRICT COURT

The undersigned hereby certifies that he is an Authorized Representative of one of the Members who have associated together for the purpose of becoming a Limited Liability Company under Florida Statutes Chapters 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit and the following Articles of Organization are hereby adopted.

ARTICLE I.
NAME

The name of the Limited Liability Company shall be BAEP HOLDINGS, L.L.C.

ARTICLE II.
DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, commencing as of the date of filing.

ARTICLE III.
ADDRESS; PRINCIPAL OFFICE

The mailing address of the Limited Liability Company and the street address of the principal office Limited Liability Company is 611 South Ft. Harrison, #354, Clearwater, Florida 33756.

ARTICLE IV.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701, and the name of its initial registered agent at such address is Thomas B. Smith.

ARTICLE V.
PURPOSE

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of Florida.

ARTICLE VI.
RESTRICTIONS ON TRANSFER OF MEMBERSHIP;
RIGHT TO ADMIT ADDITIONAL MEMBERS

A Member's interest in the Limited Liability Company may not be sold or otherwise transferred except in accordance with the terms and conditions of the with the Operating Agreement of this Limited Liability Company.

Admission of new Members requires the approval of the Members of the Limited Liability Company in accordance with its Operating Agreement. Contributions required of new Members shall be determined as of the time of admission to the Limited Liability Company in accordance with the Operating Agreement of this Limited Liability Company.

The ownership interests and voting rights and interests of the Members shall be determined in accordance with the Operating Agreement of this Limited Liability Company.

ARTICLE VII.
CONTINUATION

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the Limited Liability Company, the remaining Members shall have the right to continue the business upon affirmative vote of a majority of the remaining Members who hold voting interests.

ARTICLE VIII.
OPERATING AGREEMENT

The Members of the Limited Liability Company shall have the power to adopt, alter, amend, or repeal Operating Agreement which may contain any provisions for the regulation and management of the affairs of the Limited Liability Company that are not inconsistent with applicable law or these Articles of Organization.

ARTICLE IX.
AMENDMENT

These Articles of Organization may be amended by an affirmative vote of all of the Members and other approvals in accordance with the Operating Agreement of the Limited Liability Company.

The undersigned, being the Authorized Representative of a Member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of BAEP HOLDINGS, L.L.C.

Executed by the undersigned on January 8th, 2009.

Thomas B. Smith

Thomas B. Smith

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for the BAEP HOLDINGS, L.L.C. and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 8th day of January, 2009.

Thomas B. Smith

Thomas B. Smith