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Division of Corporations  
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To:

Division of Corporations  
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From:

Account Name : BILZIN SUMBERG BAENA PRICE & AXELROD  
Account Number : 075350000132  
Phone : (305) 374-7580  
Fax Number : (305) 351-2122

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FLORIDA LIMITED LIABILITY CO.  
BS POWER PLANT PARTNERS LLC

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<b>From:</b>	Natalie Valle		
<b>Direct Fax:</b>	305-374-7593		
<b>Phone:</b>	305-374-7580 ext. 3089		
<b>Date:</b>	Monday, October 31, 2011		
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**ARTICLES OF ORGANIZATION  
OF  
BS POWER PLANT PARTNERS LLC,  
a Florida limited liability company**

1. The name of the limited liability company is BS POWER PLANT PARTNERS LLC.
2. The mailing and street address of the principal office of the limited liability company is:  
  
1450 Brickell Avenue  
Suite 2300  
Miami, FL 33131.
3. The name and street address of the initial registered agent of the limited liability company are:

Brian L. Bilzin  
1450 Brickell Avenue  
Suite 2300  
Miami, FL 33131.

Dated: October 31, 2011

/s/Brian L. Bilzin  
Brian L. Bilzin  
Authorized Representative

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of October 31, 2011

//s// Brian L. Bilzin  
Brian L. Bilzin

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TALLAHASSEE, FLORIDA

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