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FLORIDA LIMITED LIABILITY CO.
BELL E ACRES PROPERTIES, LLC

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**ARTICLES OF ORGANIZATION
OF
BELL E ACRES PROPERTIES, LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I

Name

The name of this Company shall be: BELL E ACRES PROPERTIES, LLC.

ARTICLE II

Place of Business

The principal place of business and mailing address of this Company shall be 5222 Sixth Avenue South, St. Petersburg, Florida 33707, and such other place or places as may be designated by the manager from time to time.

ARTICLE III

Registered Agent and Office

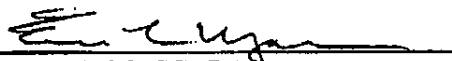
The initial registered agent for this Company shall be Ernest L. Mascara and the address of the registered agent for service of process shall be 333 Third Avenue North, Suite 200, St. Petersburg, Florida 33701.

ARTICLE IV

Management of Business

The Company shall be manager-managed. The initial manager shall be Robert P. Thompson III, whose mailing address is 5222 Sixth Avenue South, St. Petersburg, Florida 33707.

The undersigned has executed these Articles of Organization this 4th day of March, 2014.


ERNEST L. MASCARA,
Authorized Representative

Prepared By:

Ernest L. Mascara, Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
333 Third Avenue North, #200
St. Petersburg, FL 33701
(727) 800-5980
Bar No. 157033

CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 333 Third Avenue North, Suite 200, St. Petersburg, Florida 33701, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated this 4th day of March, 2014.



ERNEST L. MASCARA

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