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Florida Department of State
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LIMITED LIABILITY COMPANY

BASS & BASS REALTY INVESTMENTS, L.L.C.

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SECRETARY OF STATE
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**ARTICLES OF ORGANIZATION
OF
BASS & BASS REALTY INVESTMENTS, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be BASS & BASS REALTY INVESTMENTS, L.L.C. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 41 North Jefferson, Suite 102, Pensacola, Florida 32501.

ARTICLE III - DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Therefa Mimi Hartigan Bass, 41 North Jefferson, Suite 102, Pensacola, Florida 32501.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

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Jill K. Satterwhite, Esq.
Emmanuel, Sheppard & Condon
30 South Spring Street
Pensacola, Florida 32501
FL Bar #0095478
(850-433-6581)

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ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

ARTICLE IX - MANAGEMENT

The Company shall be managed by a manager in accordance with the regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is Therefa Mimi Hartigan Bass, 41 North Jefferson, Suite 102, Pensacola, Florida 32501.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Pensacola, Florida, on this 19 day of July, 1999.

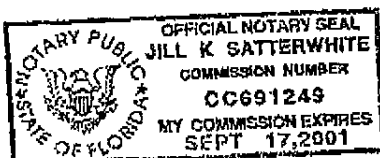
Therefa Mimi Hartigan Bass
Therefa Mimi Hartigan Bass

Michael T. Bass
Michael T. Bass

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 19 day of July, 1999, by Therefa Mimi Hartigan Bass who personally appeared before me, who ☒ is personally known to me or who ☐ has produced _____ as identification and who did not take an oath.

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Jill K. Satterwhite

JUL-19-99 MON 04:43 PM

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P. 04/06

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STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 19 day of July, 1999, by Michael T. Bass, who personally appeared before me, who ☒ is personally known to me or who () has produced _____ as identification and who did not take an oath.

Jill K. Satterwhite
NOTARY PUBLIC, STATE OF FLORIDA



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P. 06/06

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and 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 his or her duties, and is familiar with and accept the obligations of the position of registered agent.


THEREFA MIMI HARTIGAN BASS

PAUSE:RSVKSBass/articles.frm

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of BASS & BASS REALTY INVESTMENTS, L.L.C., deposes and says:

1. The above-named limited liability company has at least one member.
2. The total amount of cash contributed by the member(s) is \$1,000.00 (\$500 per member).
3. No property other than cash has been contributed by member(s).
4. The total amount of cash or property anticipated to be contributed by member(s) is \$2,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated July 19, 1999

Theresa Mimi Hartigan Bass
Theresa Mimi Hartigan Bass

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 19 day of July, 1999, by Theresa Mimi Hartigan Bass, who personally appeared before me, who ☒ is personally known to me or who ☐ has produced _____ as identification and who did take an oath.

Jill K. Satterwhite
NOTARY PUBLIC, STATE OF FLORIDA

This instrument was prepared by:
Jill K. Satterwhite, Esq. of
Emmanuel, Sheppard & Condon
30 South Spring Street
Pensacola, Florida 32501
(850-433-6581)



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