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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

BK

LIMITED LIABILITY COMPANY

bcr lots, LLC.

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ARTICLES OF ORGANIZATION
OF
BCR LOTS, L.L.C.

ARTICLE I
NAME

The name of this Limited Liability Company shall be BCR LOTS, L.L.C. (the "Company")

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 12780 Maple Road, North Miami, Florida 33181, and such other place or places as the member from time to time may determine. The mailing address of the Company is 12780 Maple Road, North Miami, Florida 33181.

ARTICLE III
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be Daren Schwartz. The address of the initial registered agent is 12780 Maple Road, North Miami, Florida 33181.

ARTICLE IV
MANAGEMENT

The Company will be a manager-managed company, and will be managed by a manager or managers who may be, but are not required to be, a member of the Company. The name and address of the managers who will serve as managers until the first annual meeting of members or until their successors are selected and qualified in accordance with the Operating Agreement or applicable law are:

DAREN SCHWARTZ
12780 Maple Road
North Miami, Florida 33181

MARCO GIANCOLA
1181 NE 86th Street
Miami, Florida 33138

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IN WITNESS WHEREOF, the undersigned have caused these Articles of Organization to be executed on the 23 day of October, 2002, effective upon filing with the Florida Department of State.

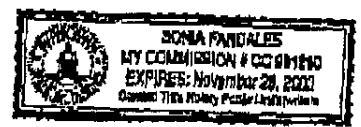
BCR LOTS, L.L.C.

BY: [Signature]
Daren Schwartz
Manager

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 23 day of October, 2002, by Daren Schwartz, who did execute the foregoing Articles of Organization as Manager, who is personally known to me, or who has produced _____ As identification, and being first duly sworn, acknowledged before that he executed the same freely and voluntarily for the purposes therein expressed.

[Signature]
Signature - NOTARY PUBLIC



Sonia Fardales
Printed Name of NOTARY PUBLIC

CC 891280
Commission Number

TOTAL P.04

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED
OFFICE/MEMBER/REPRESENTATIVE

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BCR LOTS, L.L.C.
(Name of Company)

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in the articles of organization, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
Registered Agent

* [Signature]
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DAREN SCHWARTZ
Typed or printed name of signer

TOTAL P.03

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