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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY

FCC NEWCO, LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$155.00

03-28220
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ARTICLES OF ORGANIZATION

OF

FCC NEWCO, LLC

These Articles of Organization of FCC Newco, LLC (the "Company"), have been duly executed and are being filed by the undersigned authorized representative of the member to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

**ARTICLE I
NAME**

The name of the limited liability company formed hereby is FCC NEWCO, LLC

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 340 Royal Poinciana Way, Ste. #305, Palm Beach, Florida 33480.

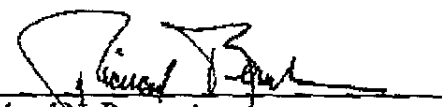
**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and the Florida street address of the registered agent and registered office of the Company is Peninsula Registered Agents, Inc., 200 South Biscayne Boulevard, 43rd Floor, Miami, Florida 33131.

**ARTICLE IV
MANAGEMENT**

The Company is to be manager-managed as set forth in its Operating Agreement.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization on the 31st day of July, 2003.

By: 
Richard N. Bernstein,
Authorized Representative of the 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).

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

- (1) The name of the limited liability company is FCC Newco, LLC.
- (2) The name of the Florida street address of the registered agent and office are:

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 the 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 as provided in Chapter 608, F.S.

Peninsula Registered Agents, Inc.

By: *Debra Palmisano*
Debra Palmisano, Vice President

Date: July 31, 2003

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TALLAHASSEE
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