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Division of Corporation 00001775

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

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: (850)922-4003

From:

Account Name

: FOWLER, WHITE, BURNETT, ET AL

Account Number : 071250001512

Phone

: (305)789-9200

Fax Number

: (305)789-9201

LIMITED LIABILITY COMPANY

B.E.D. HOLDING, L.C.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION OF B.E.D. HOLDING, L.C.

ARTICLE I

The name of the limited liability company formed hereby is B.E.D. HOLDING, L.C. (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The mailing and street address of the principal office of the Limited Liability Company be as follows:

929 Washington Avenue Miami Beach, Florida 33139

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Fred K. Lickstein, Esq. Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A. 100 S.E. 2nd Street, 17th Floor Miami, Florida 33131

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ARTICLE V

The Limited Liability Company shall be a manager-managed company.

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Fred K. Lickstein, as Authorized Representative of the Members of the Limited Liability Company

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Before me personally appeared Fred K. Lickstein, as Authorized Representative of the Members of B.E.D. HOLDING, L.C., who is personally known to me, or who produced _____ as identification, to be the person who executed the foregoing Articles of Organization.

In witness whereof I have hereunto set my hand and official seal this 2nd day of February, 2001.

Judith D. Rodman

Notary Public, State of Florida

Commission No. CC 678388

My Commission Exp. 1018/2001

Bended Through Fis. Notary Sarvice & Busing Co.

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Notary Public Print Name:

My Commission expires:

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CERTIFICATE OF DESIGNATION OF RESIDENT AGENT AND ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

- 1. The name of the limited liability company is B.E.D. HOLDING, L.C.
- 2. The name and address of the Registered Agent and Office is:

Fred K. Lickstein, Esq. Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A. 100 S.E. 2nd Street, 17th Floor Miami, Florida 33131

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 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 Statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.

Fred K. Lickstein, Registered Agent

Date:

B.E.D. HOLDING, L.C.

Fred K. Lickstein, as Authorized

Representative of the Members of the

Limited Liability Company

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