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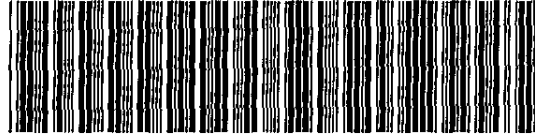
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02/16/05 --01003--022 **125.00

DIVISION OF REGISTRATION

05 FEB 15 PM 4:53

FILED
05 FEB 15 AM 7:40
STATE
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)
03 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
922-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: TRICIA TADLOCK

DATE: 02-15-05

REF. #: 001190.34833

CORP. NAME: BSD PENSION, LLC

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05 FEB 15 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 511425 FOR \$ 125.00.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
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| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

ARTICLES OF ORGANIZATION

FOR

BSD PENSION, LLC

ARTICLE I

NAME

The name of the limited liability company is BSD PENSION, LLC (the "Company")

ARTICLE II

ADDRESS

The mailing and street address of the Company's principal office is P.O. Box 811299, Boca Raton, Florida 33481; and

ARTICLE III

PURPOSE AND POWERS

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under Florida law or the laws of the United States of America.

ARTICLE IV

DURATION

The period of duration for the Company is perpetual.

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05 FEB 15 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

REGISTERED AGENT AND OFFICE

The name of the Company's initial registered agent is Steven A. Belson, Esq. The street address of the Company's registered agent in Florida is: 2500 North Military Trail, Suite 465, Boca Raton, Florida 33431.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, I 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 as provided for in Chapter 608, Florida Statutes.


STEVEN A. BELSON, ESQ. Registered Agent

ARTICLE VI

AUTHORIZED REPRESENTATIVE

The name and address of the person signing these Articles of Organization as Authorized Representative of the member is: Steven A. Belson, Esq.

ARTICLE VII

MANAGEMENT

This Company shall initially have one manager. The name and address of the Company's initial manager is identified as follows: Andrew Weissman, 24 North Lake, New Monmouth, New Jersey 07748.

ARTICLE VIII

ADMISSION OF NEW MEMBERS

The initial member, the Barry S. Deanto Individual Retirement Account (IRA), is the sole member of the Company. Additional members may be admitted only by the unanimous written consent of the existing member(s), and the existing member(s) shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE IX

CONTINUATION OF BUSINESS

The remaining members of the Company may not continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company unless there is unanimous written consent by the remaining members, if any, to do so.

ARTICLE X

ADDITIONAL PROVISIONS

The power to adopt, alter, amend, or repeal any provision contained in these Articles of Organization or the Operating Agreement of the Company is vested entirely in the manager listed above in Article VII herein, in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 15th day of February, 2005.



STEVEN A. BELSON,
Authorized Representative

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

STATE OF FLORIDA)
)ss
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 15th day of February, 2005, by STEVEN A. BELSON, as Authorized Representative of the member, who is personally known to me or who has produced _____ as identification.

Beth Gdanski
Notary Public
Print Name: BETH GDANSKI
Comm. No.: _____
Comm. Exp.: _____



Beth Gdanski
My Commission DD259074
Expires December 05 2007

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