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From: DREIER, BARITZ COLMAN

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Florida Department of State  
Division of Corporations  
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To:

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From:

Account Name : DREIER, BARITZ AND COLMAN  
Account Number : I20000000130  
Phone : (561) 750-0910  
Fax Number : (561) 750-5045

SEP 11 10 08 AM  
TALLAHASSEE, FLORIDA

00 OCT 11 AM 8:38

**LIMITED LIABILITY COMPANY**

**Banyan Financial Services, L.L.C.**

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$130.00

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**ARTICLES OF ORGANIZATION OF  
BANYAN FINANCIAL SERVICES, L.L.C.**

The undersigned member hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I  
NAME**

The name of the limited liability company shall be **BANYAN FINANCIAL SERVICES, L.L.C.** (the "Company").

**ARTICLE II  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be 12403 Rockledge Circle, Boca Raton, Florida 33428.

**ARTICLE III  
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Barry Goldberg, 12403 Rockledge Circle, Boca Raton, Florida 33428.

**ARTICLE IV  
DURATION**

This Company shall have perpetual, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the Operating Agreement adopted by the members.

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**ARTICLE V  
MANAGEMENT**

The Company will be managed by a manager in accordance with the Company's Operating Agreement. The name and address of the manager is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Barry Goldberg	12403 Rockledge Circle, Boca Raton, Florida 33428

**ARTICLE VI  
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit or not admit new members as more particularly set forth in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

**ARTICLE VII  
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

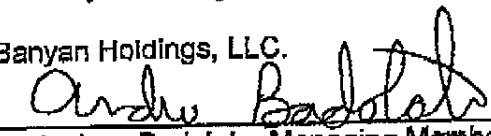
Upon the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned member(s) at Boca Raton, Florida on the 27<sup>th</sup> day of September, 2000.

Banyan Principal Services, LLC

By:   
Barry Goldberg, Managing Member

AB Banyan Holdings, LLC.

By:   
Andrew Badolato, Managing Member

**(SEE NEXT PAGE FOR NOTARY VERIFICATIONS)**

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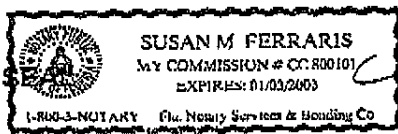
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MIAMI, FLORIDA

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STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27 day of September, 2000, by Barry Goldberg as Managing Member of Banyan Principal Services, LLC. He ☐ is personally known to me or ☒ has produced ADC as identification.

NOTARY



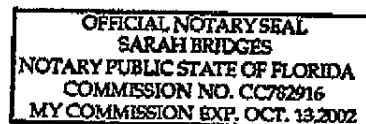
Susan M. Ferraris  
Notary Public  
My commission expires:

STATE OF FLORIDA  
COUNTY OF Broward

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of September, 2000, by Andrew Badolato as Managing Member of AB Banyan Holdings, LLC. He ☒ is personally known to me or ☐ has produced \_\_\_\_\_ as identification.

NOTARY SEAL

Sarah Bridges  
Notary Public  
My commission expires:



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TALLAHASSEE FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is **BANYAN FINANCIAL SERVICES, L.L.C.**

The name of the initial registered agent of the limited liability company is Barry Goldberg, 12403 Rockledge Circle, Boca Raton, Florida 33428.

**REGISTERED AGENT ACCEPTANCE**

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 that 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.

  
Barry Goldberg

Date: September 27, 2000

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