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## Florida Department of State

Division of Corporations

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## To:

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## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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## LIMITED LIABILITY COMPANY

FAY HOLDINGS, L.L.C.

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**ARTICLES OF ORGANIZATION OF**

**FAY HOLDINGS, L.L.C.**

The undersigned hereby executes these Articles for the purpose of forming 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. The undersigned further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company (the "Company").

**ARTICLE I**

**NAME**

The name of the Company shall be FAY HOLDINGS, L.L.C.

**ARTICLE II**

**PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the Company are 2101 Corporate Blvd., #720, Boca Raton, Florida 33431.

**ARTICLE III**

**REGISTERED OFFICE AND  
REGISTERED AGENT**

The name and the Florida street address of the registered agent are:

M & W Agents, Inc.  
2101 Corporate Blvd., Suite 107  
Boca Raton, FL 33431

  
Registered Agent's Signature

Donald R. Tescher, Esq.  
Tescher Chaves Rubin & Forman, PA  
2101 Corporate Blvd., Suite 107  
Boca Raton, Florida 33431  
(561) 998-7847  
Fla. Bar No. 283525

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## ARTICLE IV

### MANAGEMENT

The Company is to be a manager-managed Company.

### ARTICLE V

### DURATION

The Company shall commence upon filing of these Articles and shall continue in perpetuity unless sooner terminated by operation of law or agreement among the Company's members.

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The undersigned, being an original member of the Company, hereby certifies that the foregoing constitutes the Articles of Organization of FAY HOLDINGS, L.L.C.

Executed by the undersigned on January 24, 2001.

### MEMBERS:

FAY CHAVES MARITAL TRUST established under the LEON CHAVES REVOCABLE TRUST, w/d January 29, 1991, as amended and restated.

  
ROBERT A. CHAVES, TRUSTEE

  
ROBERT A. CHAVES

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