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ADORNO & ZEDER  
A PROFESSIONAL ASSOCIATION

2601 SOUTH BAYSHORE DRIVE  
SUITE 1600  
MIAMI, FLORIDA 33133  
TELEPHONE (305) 858-5555  
FACSIMILE (305) 858-4777  
www.adorno.com

FEDERAL EXPRESS

July 30, 2001

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

00789-02727-00671  
Partnership

BCDM PARTNERSHIP, L.L.C.

W01-17783

Ladies and Gentlemen:

000004509470--3  
-07/31/01-01054-001  
\*\*\*155.00 \*\*\*155.00

Enclosed herein are the original Articles of Organization on behalf of the captioned limited liability company. Also enclosed is a check in the amount of \$155.00 to cover the requisite filing and certified copy fees. Please forward the certified copy of the Articles of Organization to me in the enclosed prepaid, self-addressed Federal Express envelope. If you have any questions please call me at (305) 860-7359.

Sincerely,



Marlon A. Hill

FILED  
01 AUG - 7 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 1, 2001

MARLON A. HILL  
ADORNO & ZEDER  
2601 SOUTH BAYSHORE DRIVE, SUITE 1600  
MIAMI, FL 33133

SUBJECT: BCDM PARTNERSHIP, L.L.C.  
Ref. Number: W01000017783

We have received your document for BCDM PARTNERSHIP, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity cannot include "PARTNERSHIP." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 301A00044507

**ARTICLES OF ORGANIZATION  
OF  
BCDM INVESTMENTS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

**ARTICLE I. NAME**

The name of the limited liability company shall be BCDM INVESTMENTS, LLC (the "Company").

**ARTICLE II. ADDRESS**

The mailing address and street address of the principal office of the Company shall be 8842 Emerson Avenue, Surfside, FL 33154.

**ARTICLE III. PURPOSES AND POWERS**

The Company is authorized to transact any business permitted by the laws of the State of Florida for a limited liability company.

**ARTICLE IV. DURATION**

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Regulations.

**ARTICLE V. REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Yves Colon, 8842 Emerson Avenue, Surfside, FL 33154.

**ARTICLE VI. MANAGEMENT**


Management of the Company is reserved to its members, as determined by the Regulations, and is therefore a member-managed company. The Regulations may contain any provisions for the regulation and management of the business and affairs of the Company, not inconsistent with Florida law or the Articles.

FILED  
21-AUG-7 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VII. AMENDMENT

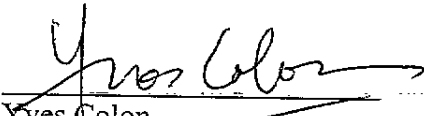
The Articles may be amended only by unanimous consent of holders of the membership interest in the Company.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Organization at Miami, Florida, on this 30th day of July, 2001.

  
\_\_\_\_\_  
Yves Colon

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of BCDM INVESTMENTS , LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as Registered Agent.

  
Yves Colon  
Registered Agent

Dated: July 30, 2001