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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850)205-0383

From:

Account Name : NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.

Account Number : 073222003555

Phone : (561) 686-3307

Fax Number : (561) 686-5442

LIMITED LIABILITY COMPANY**BCI MANAGERS, L.L.C.**

Certificate of Status	0
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ARTICLES OF ORGANIZATION
OF
BCI MANAGERS, L.L.C.

The undersigned Member, desiring to form a limited liability company under the Florida Limited Liability Company Act ("Act"), Sections 608.401-608.514, Florida Statutes, does hereby make and files these Articles of Organization.

ARTICLE I

NAME

The name of the limited liability company (the "Company") is:

BCI MANAGERS, L.L.C.

ARTICLE II

ADDRESS

The mailing address and street address of the Company's principal office is:

c/o Denholtz Associates
337 East Indiantown Road, Suite 8,
Jupiter, Florida 33477

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

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

John White, II
c/o Nason, Yeager, Gerson, White & Lioce, P.A.
1645 Palm Beach Lakes Boulevard, Suite 1200
West Palm Beach, Florida 33401.

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ARTICLE IV**MANAGEMENT**

The Company shall be managed by a Managing Member. The name and address of the initial Managing Member is:

Stewart F. Denholtz
c/o Denholtz Associates
Suite 8
337 East Indiantown Road
Jupiter, Florida 33477

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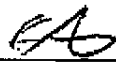
ARTICLE V**PURPOSE**

The purpose of the Company is to own a Class B membership interest in BCI Associates, L.L.C. ("BCI Owner"), to serve as managing member of BCI Owner and to do any and all acts and things which may be necessary, appropriate or incidental thereto.

This Certificate shall be effective as of the date of filing.

IN TESTIMONY WHEREOF, the undersigned Member has made and executed these Articles of Organization as of the 5th day of February, 2002.

BCI Managers, L.L.C.



Stewart F. Denholtz, Managing Member

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STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

SS:

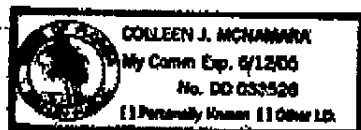
The foregoing Articles of Organization were acknowledged before me this 24 day of February, 2002 by Stewart F. Denholtz, (☒) who is personally known to me OR (☐) who produced _____ as identification.

Colleen J. McNamara
Notary Public Signature

Colleen J. McNamara
Print Notary Name

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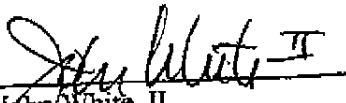
CONSENT TO APPOINTMENT
BY
REGISTERED AGENT

1. I, John White, II, voluntarily consent to serve as the registered agent for BCI MANAGERS, L.L.C. (the "Company").

2. I certify that I am an individual residing in the State of Florida whose business office is identical with that of the registered office for the Company as set forth in the Articles of Organization.

3. I am familiar with and accept the obligations of a registered agent as set forth in the Florida Limited Liability Company Act.

DATED this 6th day of February, 2002.


John White, II

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