

SOLMS & PRICE
A PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

WILLIAM O. SOLMS, JR.
MAX R. PRICE
MARCO A. SALAZAR
COLLEEN GREENE

OF COUNSEL
PHILIP N. NICHOLAS

6701 SUNSET DRIVE, SUITE 104
MIAMI, FLORIDA 33143
TELEPHONE: (305) 662-2272
FAX: (305) 667-3975
WOS E-Mail: wos_s_p@hotmail.com

L020000027323

October 8, 2002

Secretary of State
Division of Corporations
New Filings Division
409 East Gaines Street
Tallahassee, FL 32399

400008386604--2
-10/15/02--01092--005
***125.00 ***125.00

RE: B T Y C, LLC - New LLC Filing

Dear Sir or Madam:

You will find enclosed an original Articles of Organization of BTYC, LLC, Certificate designating resident agent and a check in the amount of \$125.00 to cover the costs of filing same.

Please file this limited liability company and provide me with proof of filing. I am enclosing a stamped, self-addressed envelope for your convenience in returning the proof of filing.

With kind regards, I remain.

Very truly yours,



William O. Solms, Jr.

WOS/bg
Enclosures

APPROVED
AND
FILED
02 OCT 15 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*JB
10/16/02*

**ARTICLES OF ORGANIZATION OF
BTYC, LLC**

COMPANY IDENTITY:

The name of this limited liability company is BTYC, LLC (hereinafter "the Company").

COMPANY'S AGENT FOR SERVICE OF PROCESS:

The Company's Agent is RICHARD BORENSTEIN, whose address is 12447 South Dixie Highway, MIAMI, FLORIDA 33156. The Company's address in this state is 12447 South Dixie Highway, MIAMI, FLORIDA 33156.

DURATION:

This Company shall have perpetual existence.

BUSINESS PURPOSE:

The purpose of the Company is to engage in any lawful act or activity for which a limited liability company may be organized under the Florida Limited Liability Act, Chapter 608 Florida Statutes.

ORGANIZER(S):

The organizer of the Company is RICHARD BORENSTEIN who is a natural person and at least eighteen years of age.

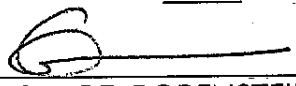
MANAGEMENT:

The Company will be managed by RICHARD BORENSTEIN, the manager.

MEMBERS CANNOT BIND THE LLC:

This Company is managed exclusively by manager, and members have no authority to bind it.

DATED THIS 27 DAY OF Sept, 2002.


RICHARD BORENSTEIN
AS: PRESIDENT and SECRETARY


RICHARD BORENSTEIN
AS: VICE PRESIDENT and SECRETARY

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CERTIFICATE

DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091, 608.4081 and 608.415 Florida Statutes, the following is submitted:

That **BTYC, LLC** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, at the City of Miami, County of Miami-Dade, State of Florida, has named **RICHARD BORENSTEIN** of 12447 South Dixie Highway, MIAMI, FLORIDA 33156 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the said Statutes relative to keeping open said office familiar with and accept the obligations of this position.

By: _____

RICHARD BORENSTEIN
Registered Agent

02 OCT 15 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED