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FILED 0367 16 PM 2:50 **BILL MAGLIO**

323 Eagle Drive Jupiter, Florida 33477 (561) 212-2741

October 10, 2003

VIA REGULAR MAIL

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: BMV Real Estate Holdings, LLC

Gentlemen:

Enclosed, for filing, are the Articles of Organization of BMV Real Estate Holdings, LLC. In addition, I have enclosed a check, made payable to Florida Department of State, in the sum of \$155.00 for the following:

- (a) \$100.00 for the Filing Fee for Articles of Organization;
- (b) \$30.00 for a certified copy of the Articles of Organization;
- (c) \$25.00 for the Designation of Registered Agent.

Please return all correspondence concerning this manner to the following:

Bill Maglio 323 Eagle Drive Jupiter, Florida 33477

If you have any questions, please feel free to give me a call.

Very truly yours,

Bill Maglio

ARTICLES OF ORGANIZATION OF BMV REAL ESTATE HOLDINGS, INC.

03 OCT 16 PH 2: 50
SECHLARISE E FLORIDA

(Under Section Six Hundred Eight of the Limited Liability Company Law)

ARTICLE I: The name of the limited liability company (hereinafter, "Company") is BMV REAL ESTATE HOLDINGS, LLC.

ARTICLE II: The County within the State of Florida in which the office of the Company is to be located is the County of Palm Beach

ARTICLE III: The mailing address and the street address of the principal office of the limited liability company is 323 Eagle Dr., Jupiter, FL 33477.

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

Bill R. Maglio 323 Eagle Dr. Jupiter, FL 33477

Having been names 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 this 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 as provided for in Chapter 608, F.S.,

Bill R. Maglio, Registered Agent

ARTICLE V: The Company is to be managed by its Members in accordance with the terms and provisions of the Agreement.

ARTICLE VI: No member of the Company shall be liable in such person's capacity as a member or manager for any debts, obligations or liabilities of the Company.

ARTICLE VII: The business purpose for which the Company is formed is as follows: To engage in any lawful act or activity for which limited liabilities are formed.

ARTICLE VIII: The name and address of each Manager or Managin Member is as follows:

Title: Name and Address:

MGRM Madeline Maglio

323 Eagle Dr. Jupiter, FL 33477

MGRM Barbara Sabatino

5854 NW 24th Terrace Boca Raton, FL 33496

MGRM Vicki Bodstrom

Madeline Maglio, Managing Member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts herein are true)