

Division of Corporations

W4 000026454

Florida Department of State

Division of Corporations

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To:

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Fax Number : (850) 205-0383

From:

Account Name : BARITZ & COLMAN LLP
Account Number : I20000000130
Phone : (561) 750-0910
Fax Number : (561) 750-5045

SECRETARY OF STATE
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LIMITED LIABILITY COMPANY

BOCA CP, LLC

Certificate of Status	0
Certified Copy	1
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ATTENTION OF CORPORATION

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 4/7/2004

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ARTICLES OF ORGANIZATION OF

BOCA CP, LLC

The undersigned manager hereby certifies that the members have associated themselves together for the purpose of becoming 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. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I NAME

The name of the limited liability company shall be **BOCA CP, L.L.C.** (the "Company").

ARTICLE II ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this Company shall be 751 Park of Commerce Drive, Suite 128 Boca Raton, Florida 33487.

ARTICLE III REGISTERED AGENT

The name and address of the initial registered agent in the State of Florida is as follows: Nancy B. Colman, Esq., Baritz & Colman LLP, 150 E. Palmetto Park Road, Suite 750, Boca Raton, Florida 33432.

ARTICLE IV DURATION

This Company shall have perpetual existence, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the Operating Agreement adopted by the members.

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ARTICLE V MANAGEMENT

The Company will be managed by its managers in accordance with the Company's Operating Agreement. The name and address of the managers are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jack Pechter	751 Park of Commerce Dr. Suite 128 Boca Raton, Florida 33487
David Loring	751 Park of Commerce Dr. Suite 128 Boca Raton, Florida 33487
Shelly Pechter Himmelrich	751 Park of Commerce Dr. Suite 128 Boca Raton, Florida 33487

ARTICLE VI RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit or not admit new members as more particularly set forth in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

ARTICLE VII MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned manager(s) at Boca Raton, Florida on the 7 day of April, 2004.

BOCA CP LLC.

By: 

David Loring, Manager

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(H040000737543)

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 07 day of April, 2004, by David Perry. He (☒) is personally known to me or (☐) has produced _____ as identification.

NOTARY SEAL

Helene D. Gill
Notary Public

My commission expires:



Valda A. Rolle
My Commission D0784602
Expires March 10, 2007



Helene D. Gill
My Commission D07104552
Expires March 10, 2007

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**


PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is **BOCA CP, L.L.C.**

The name of the initial registered agent of the limited liability company is Nancy B. Colman, Baritz & Colman, LLP, 150 E. Palmetto Park Road, Suite 750, Boca Raton, Florida 33432.

REGISTERED AGENT ACCEPTANCE

Having been named 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 that 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.



Nancy B. Colman, Esq.
BARITZ & COLMAN, LLP.

Date: April 7, 2004

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