

MAY-31-2005

10:47

NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.

(561) 686-5442

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Florida Department of State
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LIMITED LIABILITY COMPANY

B&M Holdings, LLC

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**ARTICLES OF ORGANIZATION
OF
B&M HOLDINGS, LLC**

I, the undersigned authorized representative of the Members, hereby make, acknowledge and file these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I

NAME

The name of this limited liability company is:

B&M HOLDINGS, LLC

ARTICLE II

ADDRESS

The principal address and mailing address of this limited liability company is:

200 Business Park Way, Suite D
Royal Palm Beach, Florida 33411

ARTICLE III

DURATION

The period of duration for this limited liability company shall be perpetual.

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ARTICLE IV
MANAGEMENT

The powers of this limited liability company shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of its Members and is, therefore, a member-managed company.

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

The Members shall have the right to admit additional members.

IN WITNESS WHEREOF, the undersigned authorized representative of the Members has made and subscribed these Articles of Organization at West Palm Beach, Florida, for the uses and purposes aforesaid, this 26 day of May, 2005.



Michael A. Reno
Authorized Representative of the Members

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

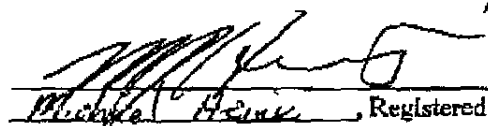
1. The name of the limited liability company is:

B&M HOLDINGS, LLC

2. The name and the Florida street address of the registered agent and office are:

Michael Heine
300 Business Parkway
Suite 0
Royal Palm Beach, FL 33411

Having been named as registered agent to accept service of process for the above-stated limited liability company, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.


Michael Heine, Registered Agent

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