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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06-43903
JR

ROY B. GONAS

ATTORNEY AT LAW

8060 SOUTHWEST 64TH AVENUE

MIAMI, FLORIDA 33155

TELEPHONE (305) 740-9447

FACSIMILE (305) 740-9551

April 20, 2006

Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

re: BoCar Holdings, LLC

Dear Sir/Madam:

Enclosed are two originals of Articles of Organization.
Please return one with Certificate of Incorporation.

Check for \$130.00 filing fee also is enclosed.

Thank you.

Sincerely,



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
BOCAR HOLDINGS, LLC.**

The undersigned, as a member of the named limited liability company desiring to form such company under and pursuant to the laws of the State of Florida, for purposes hereinafter stated, hereby makes, subscribes, adopts and approves these Articles of Organization as follows:

I. NAME

The name of this company shall be BoCar Holdings, LLC.

II. ADDRESS

The mailing and street address of the principal office is 1865 Brickell Avenue, #A-610, Miami, Florida 33129.

III. REGISTERED AGENT

The name and street address of its initial registered agent is Bothwell C. Gonas, 1865 Brickell Avenue, #A-610, Miami, Florida 33129, who accepts being the registered agent for the company and is familiar with and accepts the obligations of the position.

IV. DURATION

The term of the existence of this company is perpetual from the date hereof.

V. AUTHORIZATION

This company shall be governed according to the laws promulgated under Chapter 608 of the Florida Statutes.

VI. PURPOSE AND POWERS

This company shall have as its purpose, use and power those permitted under the laws of the State of Florida.

VII. INITIAL MEMBER

The initial member of the company is Bothwell C. Gonas. Members may be added or lessened by a majority vote of the existing membership at the time of voting, but there shall always be at least one member.

VIII. MANAGEMENT

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TALLAHASSEE, FLORIDA

Management of this company shall be in accordance with its bylaws and by law and as they may be adopted or amended by a majority vote of the member(s). It shall be member-managed unless otherwise provided for by its bylaws.



Bothwell C. Gonas
Initial Member and Registered
Agent
March 15, 2006

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TALLAHASSEE, FLORIDA