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Division of Corporations

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Florida Department of State
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FLORIDA LIMITED LIABILITY CO.
BRANCH CREEK GP HOLDING, LLC

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EXAMINER

Audit No. H10000062174 3

**ARTICLES OF ORGANIZATION
OF
BRANCH CREEK GP HOLDING, LLC**

The undersigned, as the authorized representative of the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company"):

ARTICLE I

Name

The name of the Company is Branch Creek GP Holding, LLC.

ARTICLE II

Initial Principal Office Street and Mailing Address

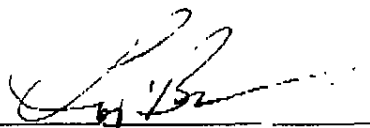
The Company's initial principal office street address and mailing address is 41 Madison Avenue, New York, NY 10010.

ARTICLE III

Initial Registered Agent and Office

The street address of its initial registered office of the Company is 4221 West Boy Scout Boulevard, Suite 1000, Tampa, Florida, 33607 and the name of its initial registered agent at that address is CFRA, LLC, a Florida limited liability company.

Dated this 18th day of March 2010.



David P. Burke, as Authorized Representative

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ACCEPTANCE BY REGISTERED AGENT

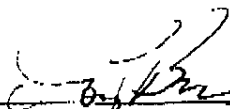
Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this 18th day of March 2010.

REGISTERED AGENT:

CFRA, LLC

a Florida limited liability company

By: 
David P. Burke, Authorized Representative
of CFRA, LLC