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Account Name : FRAZIER & FRAZIER, ATTORNEYS AT LAW, P.A.  
Account Number : I20090000113  
Phone : (904) 353-5616  
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FLORIDA LIMITED LIABILITY CO.  
BTS CAPITAL, LLC

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FEB 17 2012

EXAMINER

H12000042876 3

ARTICLES OF ORGANIZATION  
OF  
BTW CAPITAL, LLC

Pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I - NAME

The name of the limited liability company (the "Company") shall be BTW Capital, LLC.

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the Company shall be 500 SE Mizner Blvd., #A404, Boca Raton, Florida 33432.

ARTICLE III - REGISTERED AGENT

The initial registered office of the Company shall be 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204 and its initial registered agent at such office shall be Frazier & Frazier, Attorneys at Law, P.A.

ARTICLE IV - ADDITIONAL MEMBERS

Additional members (as the term "member" is defined in §608.402(21) of the Act) may be admitted at such times and on such terms and conditions as provided in the Operating Agreement.

ARTICLE V - MANAGEMENT OF THE COMPANY

The Company will be a manager-managed company managed in accordance with and subject to the requirements of the Act and the Operating Agreement of the Company. The names and addresses of the initial managers of the Company are as follows:

<u>Manager</u>	<u>Address</u>
Bernice T. Weiss	500 SE Mizner Blvd., #A404 Boca Raton, Florida 33432
James L. Weiss	3594 South Ocean Boulevard, #1003 Highland Beach, Florida 33487

Dated this 16<sup>th</sup> day of February, 2012.

  
W. Robinson Frazier  
Authorized Representative

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

BTW Capital, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Frazier & Frazier, Attorneys at Law, P.A. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204, as its agent to accept service of process within the state.

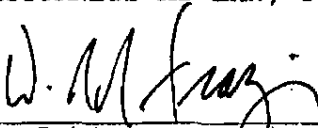
DATED this 16<sup>th</sup> day of February, 2012.

  
\_\_\_\_\_  
W. Robinson Frazier  
Authorized Representative

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, the undersigned hereby agrees to accept the appointment as registered agent and agree 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 the undersigned is familiar with and accepts the obligations of its position as registered agent.

DATED this 16<sup>th</sup> day of February, 2012.

**FRAZIER & FRAZIER,  
ATTORNEYS AT LAW, P.A.**

  
\_\_\_\_\_  
W. Robinson Frazier, President