

Filing Fee: \$150.00

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

FILED

APR 03 2012

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION

BY QNTD 12/10
29-167955

Pursuant to the provisions of Section 7-16-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:

BCA Mezzanine Partners II, LLC

2. The name, if different, under which it proposes to register and transact business in Rhode Island is:

3. The limited liability company is organized under the laws of Delaware

4. The date of its organization is February 14, 2012

5. The period of duration of the limited liability company is (if perpetual, so state) perpetual

6. The address of the limited liability company's resident agent in Rhode Island is:

10 Weybosset Street Providence, RI 02903
(Street Address, not P.O. Box) (City/Town) (Zip Code)

and the name of the resident agent at such address is C T Corporation System
(Name of Agent)

7. The secretary of state is appointed the agent of the foreign limited liability company for service of process if at any time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.

8. The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:

One Turks Head Place, Suite 1492, Providence, Rhode Island 02903

9. The mailing address for the limited liability company is:

One Turks Head Place, Suite 1492, Providence, Rhode Island 02903

2012 MAR 30 PM 2:11
2012 APR 3 PM 2:10
RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV

10. Management of the Limited Liability Company:

- A. The limited liability company is to be managed ☐ by its members. *(If you have checked this box, go to item no. 11.)*

or

- B. The limited liability company is to be managed ☒ by one (1) or more managers. *(If the limited liability company has managers at the time of the filing of these Articles of Organization, state the name and address of each manager.)*

<u>Manager</u>	<u>Address</u>
Gregory F. Muligan	One Turks Head Place, Suite 1492, Providence, Rhode Island 02903
Franz L. Pool	One Turks Head Place, Suite 1492, Providence, Rhode Island 02903

11. This application is accompanied by a certificate of good standing duly authenticated by the secretary of state or other authorized officer of the jurisdiction under which the foreign limited liability company was organized.

Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: March 29, 2012

BCA Mezzanine Partners II, LLC

Print Exact Name of Limited Liability Company Making Application

By Bruce A. Kinn
Signature of authorized person

BRUCE A. KINN, AUTHORIZED PERSON

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BCA MEZZANINE PARTNERS II, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF MARCH, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

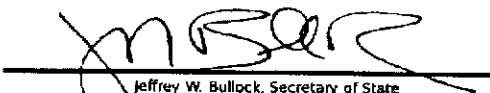
RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2012 APR -3 PM 12:10



5109688 8300

120373977

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9469664

DATE: 03-29-12

BCA Mezzanine Partners, LLC
One Turks Head Place, Suite 1492
Providence, RI 02903

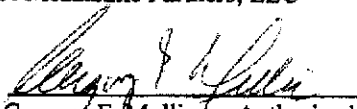
Secretary of State
State of Rhode Island and Providence Plantations

Dear Sirs:

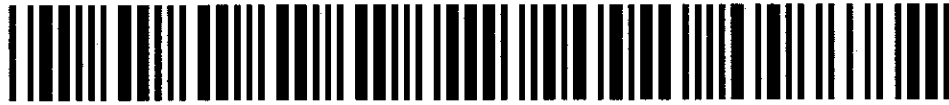
BCA Mezzanine Partners, LLC a limited liability company formed under the laws of the State of Delaware on September 15, 2006, hereby consents to the use of the name "BCA Mezzanine Partners II, LLC" as evidenced by the Application for Registration by a Foreign Limited Liability Company presented hereto for filing with the Rhode Island Secretary of State.

IN WITNESS WHEREOF, the said BCA Mezzanine Partners, LLC has caused this consent to be executed by Gregory F. Mulligan, an Authorized Person, this 2nd day of April, 2012.

BCA Mezzanine Partners, LLC

By: 

Gregory F. Mulligan, Authorized Person



Batch Separator

Sequence No: 000071939

