

**Electronic Articles of Organization  
For  
Florida Limited Liability Company**

L08000117819  
FILED 8:00 AM  
December 30, 2008  
Sec. Of State  
jbryan

**Article I**

The name of the Limited Liability Company is:

BA FUND II, LLC

**Article II**

The street address of the principal office of the Limited Liability Company is:

600 FIFTH AVENUE SOUTH  
SUITE 205  
NAPLES, FL. 34102

The mailing address of the Limited Liability Company is:

600 FIFTH AVENUE SOUTH  
SUITE 205  
NAPLES, FL. 34102

**Article III**

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

**Article IV**

The name and Florida street address of the registered agent is:

JEFF M NOVATT  
821 FIFTH AVENUE SOUTH  
SUITE 201  
NAPLES, FL. 34102

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: JEFF M. NOVATT, ESQ.

### **Article V**

The name and address of managing members/managers are:

Title: MGR  
BARAKETT AMERICA FUND LP  
600 FIFTH AVENUE SOUTH, SUITE 205  
NAPLES, FL. 34102

L08000117819  
FILED 8:00 AM  
December 30, 2008  
Sec. Of State  
jbryan

### **Article VI**

The effective date for this Limited Liability Company shall be:

12/30/2008

Signature of member or an authorized representative of a member

Signature: JEFF M. NOVATT, ESQ.