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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 693918 83648A

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 130.00

ORDER DATE : May 11, 2000

ORDER TIME : 9:56 AM

500003248025--8

ORDER NO. : 693918-005

CUSTOMER NO: 83648A

CUSTOMER: Michael Heidt, Esq
MICHAEL P. GABLE, ESQ
MICHAEL P. GABLE, ESQ
Suite 735 S
4000 Hollywood Boulevard
Hollywood, FL 33021

DOMESTIC FILING

NAME: BB CAPITAL, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

RECEIVED
00 MAY 11 AM 10:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 MAY 11 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/5/11

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**ARTICLES OF ORGANIZATION
OF
BB CAPITAL, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be BB Capital, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 10380 Wilshire Boulevard, #1704, Los Angeles, California 90024.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed with by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in the operating agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Michael P. Gable, 4000 Hollywood Boulevard, Suite 735 South Tower, Hollywood, Florida 33021-6755.

ARTICLE V -- MANAGEMENT

The company shall be managed by the members in accordance with the operating agreement adopted by the members for the management of the business and affairs of the company. This operating agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Hollywood, Florida, on this 5 day of MAY, 2000.


Mary Elizabeth Burton, Member

(In accordance with § 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

Prepared By:
Michael Heidt, Esq.
Fla. Bar No. 435414
4000 Hollywood Blvd., Suite 735 South
Hollywood, Florida 33021
(954) 966-2501

FILED
00 MAY 11 PM 12:41
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TALLAHASSEE, FLORIDA

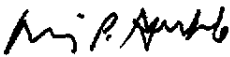
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BB Capital, L.L.C.
2. The name and address of the registered agent and office is:

Michael P. Gable
4000 Hollywood Boulevard, Suite 735 South Tower
Hollywood, Florida 33021-6755

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.



Michael P. Gable, Registered Agent

5/10/00

Date

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00 MAY 11 PM 12:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Prepared By:
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