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++ BOARD CERTIFIED MARITAL AND FAMILY LAWYER
** REGISTERED PATENT ATTORNEY
* BOARD CERTIFIED CITY, COUNTY &
LOCAL GOVERNMENT LAWYER

October 26, 2000

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES STREET
TALLAHASSEE, FL 32399

700003444287--4
-10/30/00--01138--003
****125.00 ****125.00

Re: bblucas, lc

Dear Sir or Madam:

Enclosed please find an original and a photocopy of the Articles of Organization for the above-referenced limited liability company. Also enclosed is a check in the amount of \$125.00 in payment of the filing fee. Please file the original Articles, certify the duplicate original document and return that certified duplicate original to me in the envelope provided.

Thank you for your assistance with this matter.

Very truly yours,
David F. Hanley
DAVID F. HANLEY

DFH:dh
Enclosures
cc: bblucas, inc.

FILED
OCT 30 PM 5:00
CLERK OF STATE
TALLAHASSEE, FLORIDA
L00-13392
OK

**ARTICLES OF ORGANIZATION
OF
bblucas, lc**

The undersigned, intending to form a limited liability company under the Florida Limited Liability Company Act, declares that the following Articles of Organization shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME**

This name of the limited liability company shall be bblucas, lc.

**ARTICLE II
ADDRESS**

The street address and mailing address of the principal office of this limited liability company shall be:

2455 East Sunrise Boulevard
Suite #416
Fort Lauderdale, Florida 33304

**ARTICLE III
DURATION**

The duration of this limited liability company shall be perpetual, unless dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

FILED
00 OCT 30 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE IV
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of this limited liability company's initial registered agent is Philip J. Morgan, Esq., and the address of the initial registered office is 200 East Las Olas Boulevard, Suite #1800, Fort Lauderdale, Florida 33301.

**ARTICLE V
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred without first obtaining the unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in this limited liability company, the remaining members shall have the right to continue the business if they unanimously consent to such continuation.

ARTICLE VI PURPOSES AND POWERS

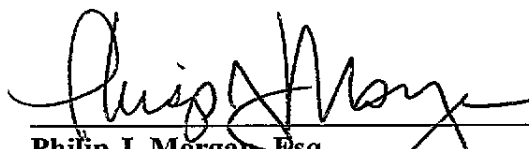
The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII MANAGEMENT

The limited liability company is to be managed by one or more managers, who may or may not be members. The initial manager of this Company shall be Julianne Hendren.

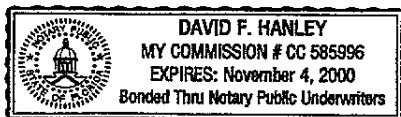
The undersigned, being an authorized representative of a member of this limited liability company, hereby certifies that this instrument constitutes the Articles of Organization of bblucas, lc.

Executed on this 26th day of October, 2000.

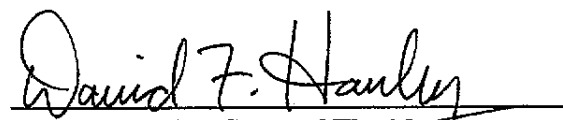

Philip J. Morgan, Esq.
Authorized Representative of a Member

FILED
00 OCT 30 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 26th day of October, 2000, by Philip J. Morgan, Esq., who is personally known to me or who produced his Florida driver's license as identification, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.



[Notary Stamp]


Notary Public - State of Florida

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

STATE OF FLORIDA :
: SS
COUNTY OF BROWARD :

Pursuant to the provisions of Florida Statutes Sections 608.415 and 608.407(1)(d), bblucas, lc, submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is bblucas, lc.

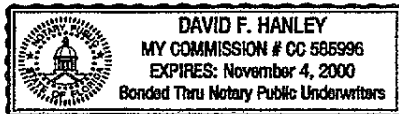
The name of the registered agent for bblucas, lc is Philip J. Morgan, Esq., and the street address of the office where the agent is located is 200 East Las Olas Boulevard, Suite #1800, Fort Lauderdale, FL 33301.

This statement is to acknowledge that, as indicated above, bblucas, lc has appointed me, Philip J. Morgan, Esq., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 26th day of October, 2000.


Philip J. Morgan, Esq.
Resident Agent

The foregoing instrument was acknowledged before me this 26th day of October, 2000, by Philip J. Morgan, Esq., who is personally known to me, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.




Notary Public - State of Florida

[Notary Stamp]