

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (954) 791-3109

LIMITED LIABILITY COMPANY

BBP INTERNATIONAL HOLDINGS, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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01 JAN 18 PM 1:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L01-919

JR

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**ARTICLES OF ORGANIZATION
OF
BBP INTERNATIONAL HOLDINGS, LLC**

We, the undersigned as organizers of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

BBP INTERNATIONAL HOLDINGS, LLC

ARTICLE I - NAME

The name of the limited liability company is **BBP INTERNATIONAL HOLDINGS, LLC.**

ARTICLE II - DURATION

The period of duration of this limited liability company shall be 30 years from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The address of the principal office of this limited liability company is:

20001 Boca West Drive, #3056
Boca Raton, FL 33434

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of the initial registered agent within Florida is:

ANDREW MERLO, P.A.,
2101 NW Corporate Blvd., Suite 325
Boca Raton, FL 33431

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ARTICLE V - MEMBERS

This limited liability company has two (2) members whose names and addresses are:

Marcel Botbal
20001 Boca West Drive, # 3056
Boca Raton, FL 33434

Fabien Benani
20001 Boca West Drive, #3056
Boca Raton, FL 33434

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

ARTICLE VI - MANAGEMENT

The management of the company is reserved to the members of the company, in proportion to their contributions to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the members of the company.

The name and address of the managing member is:

Max Polack
20001 Boca West Drive, # 3056
Boca Raton, FL 33434

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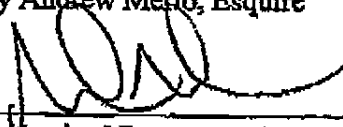
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IN WITNESS WHEREOF, the undersigned representative of a member has executed these Articles of Organization on this 17th day of January, 2001.

ANDREW MERLO, P.A.
By Andrew Merlo, Esquire



Authorized Representative
Of a Member

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TALLAHASSEE, FLORIDA


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Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 608, Florida Statutes, the following is submitted:

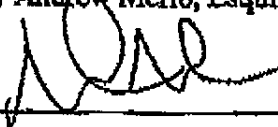
First that BBP International Holdings, LLC, desiring to organize or qualify under the laws of the State of Florida, has named Andrew Merlo, P.A., a Florida Corporation, located at 2101 NW Corporate Blvd., Suite 325, Boca Raton, Florida, as its agent to accept service of process within Florida.



Andrew Merlo, Esquire
Authorized Representative
of a Member

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

ANDREW MERLO, P.A.
By Andrew Merlo, Esquire



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