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From: Account Name : H.A. INC.
Account Number : I19980000041
Phone : (954)752-7520
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LIMITED LIABILITY COMPANY

BGG Ventures, LLC

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LAW OFFICES
BEHAR, GUTT & GLAZER, P.A.
CONCORDE CENTRE II
2999 NORTHEAST 191ST STREET, FIFTH FLOOR
AVENTURA, FLORIDA 33180

ATRIUM FINANCIAL CENTER
1515 NORTH FEDERAL HIGHWAY, SUITE #300
BOCA RATON, FLORIDA 33432

DAVID L. GLAZER
IRA GUTT
BRIAN S. BEHAR*
ROBERT J. EDWARDS
RYAN D. GESTEN
DAVID M. VOGEL
ANTONIO R. CONTARINI

E-MAIL: igutt@bgglaw.net

* ALSO ADMITTED IN NY & NJ
* ALSO ADMITTED IN HI

305 931 3774 P.01/01

DADE: (305) 931-3771
BROWARD (305) 333-7070
DADE FAX: (305) 931-3774

PALM BEACH (561) 347-7160
PALM BEACH FAX (561) 347-7164

REPLY TO: AVENTURA

August 13, 2004

MEMORANDUM

TO: MR. HELLER
954-752-1123 - FAX

FROM: IRA GUTT, ESQ.
BGG, P.A.

DATE: August 13, 2004

RE: BGG VENTURES, LLC

Please incorporate BGG Ventures, LLC. The mailing address will be 2999 NE 191 Street, Fifth Floor, Aventura, FL 33180, Attn: David L. Glazer. The officers of BGG Ventures, LLC shall be:

David L. Glazer	- President and Treasurer
Ira Gutt	- Vice President
Brian S. Behar	- Secretary

Please charge the fees to Ira Gutt's American Express Card #378340363315023, exp 06/07.

Please feel free to contact me with any questions

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SECRETARY
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: BGG Ventures, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 2999 NE 191 Street, Fifth Floor, Aventura, FL 33180

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature are:

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

Ira Gutt
Name

2999 NE 191 Street, Fifth Floor
Florida street address)

Aventura, FL 33180
City, State, and Zip

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 as provided for in Chapter 608, F.S.



Registered Agent's Signature, Gerald Heller, Signing as Power of Attorney for Ira Gutt

Article IV - Management (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

Article V - Effective Date

The Limited Liability Company starting date is August 16, 2004

H. A. INCORPORATED
308 NW 101 TERRACE
CORAL SPRINGS, FL 33071
(954) 752-7570

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Article VI - Managing Members:

The name and address of each Managing Member is as follows:

<u>Title</u>	<u>Name and Address:</u>
<u>Managing Member</u>	<u>David L. Glasser</u> <u>2999 NE 121 Street, Fifth Floor, Aventura, FL 33180</u>
<u>Managing Member</u>	<u>Ira Gutt</u> <u>2999 NE 121 Street, Fifth Floor, Aventura, FL 33180</u>
<u>Managing Member</u>	<u>Brian S. Behar</u> <u>2999 NE 121 Street, Fifth Floor, Aventura, FL 33180</u>



Signature of a member or an authorized representative of a member.

(In accordance with section 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.)

Gerald Heller, Signing as power of attorney for Ira Gutt, Member
Typed or printed name of signee

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