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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Barry E. Hughes

TELEPHONE
(386) 788-9667

ATTORNEY-AT-LAW
2001 SOUTH RIDGEWOOD AVENUE
SOUTH DAYTONA, FLORIDA 32119

FACSIMILE
(386) 322-2564

E-MAIL ADDRESS: HUGHES72@BELLSOUTH.NET

June 7, 2007

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

Re: BB Hero, LLC

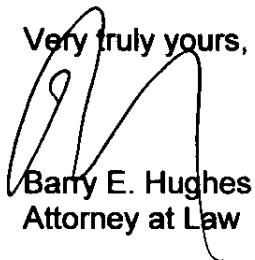
Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Organization of BB Hero, LLC.

Please issue the Certificate of Incorporation and return the same to my office together with a certified copy of the Articles. I have enclosed a check in the sum of \$155.00 which represents payment of the filing fee and a certified copy.

I appreciate your cooperation and prompt attention to this matter. Should you have any questions or require further information, please do not hesitate to contact this office.

Very truly yours,



Barry E. Hughes
Attorney at Law

BEH/ck
enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BB Hero, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Barry E. Hughes
(Name of Person)

(Firm/Company)

2001 South Ridgewood Avenue
(Address)

South Daytona FL 32119
(City/State and Zip Code)

For further information concerning this matter, please call:

Dawn Allhiser at (386) 947-9856
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
(additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy
(additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
BB HERO, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, hereby adopts the following Articles of Organization.

ARTICLE I

The name of this limited liability company is BB HERO, LLC with its principal office located at 1009 Chippewa Trail, Holly Hill, Florida, 32117.

ARTICLE II

This company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE III

The general nature of the business to be transacted by this limited liability company is as follows:

(a). To transact any and all lawful business for which companies may be organized under the laws of the State of Florida.

(b). To own, operate and manage a restaurant food establishment, specializing in the service of sandwiches, breakfasts, lunches, and dinners of all types and to perform all activities necessary and incidental to such business purpose. To own lease or otherwise acquire any residential and commercial real property required to run and participate in a real estate management business.

(c). To purchase, take, receive, lease, sub-lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with the real and personal property or any interest therein, wherever situated.

(d). To sell, convey, mortgage, pledge, create a security interest in, lease,

exchange, transfer and otherwise dispose of all or part of its property and assets.

(e). To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the limited liability company may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

(f). To lend money for its business purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(g). To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(h). To make distribution for the public welfare or for other charitable, scientific or educational purposes.

(i). To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any and all of its directors and officers.

(j). To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

(k). To have, exercise and enjoy all of the rights and privileges of limited liability companies for profit as conferred by the laws of the State of Florida, it being expressly provided that the enumeration of the specific powers and purposes shall not be held to limit or restrict in any manner the general powers of the company.

ARTICLE IV

The mailing address of the principal office of this company is 1009 Chippewa Trail, Holly Hill, Florida, 32117, and the name of the registered agent of this of this company is Dawn Allhiser whose address is 1009 Chippewa Trail, Holly Hill, Florida, 32117.

ARTICLE V

This limited liability company shall be managed by one (1) manager. The names

and addresses of the managers who shall serve until the first annual meeting of the members or until their successors are appointed and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Dawn Allhiser	1009 Chippewa Trail Holly Hill, Florida, 32117

ARTICLE VI

The name and address of the person executing these Articles of Organization on behalf of the managing members and who has been authorized to execute these Articles of Organization by the members is:

<u>NAME</u>	<u>ADDRESS</u>
Dawn Allhiser	1009 Chippewa Trail, Holly Hill, Florida, 32117

ARTICLE VII

Members of the company may participate in regular and special meetings of the Board of Members by means of conference telephone as provided by law.

ARTICLE VIII

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto in the manner provided by law and any right conferred upon the shareholders is subject to this reservation. Every amendment shall be approved by the holder or holders of a majority of the members entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Organization this 7 day of June, 2007.

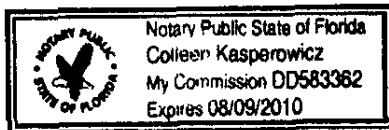


DAWN ALLHISER

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared DAWN ALLHISER known to me personally or who produced Florida driver license identification and who executed the foregoing Articles of Organization, and who acknowledged before me that he executed the Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county last aforesaid this 7 day of June, 2007.



Colleen Kasperowicz
Notary Public,
My Commission Expires:

Pursuant to Chapter 608.415 as amended, of the Florida Statutes, the undersigned individual designated as Registered Agent in the Articles of Organization for BB HERO, LLC, with an office located at 1009 Chippewa Trail, Holly Hill, Florida, 32117, therefore to act as Registered Agent and is familiar with and accepts the obligations imposed pursuant to the provisions of said Statute.

Dawn Allhiser
DAWN ALLHISER

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TALLAHASSEE, FLORIDA