

L08000013143

Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 617-6383

From:

Account Name : GOTTLIEB & MESCHES, P.L.

Account Number : 104447002647

Phone : (561) 659-4020

Fax Number : (561) 659-4438

EFFECTIVE DATE

2-5-08

FLORIDA/FOREIGN LIMITED LIABILITY CO

*Ventures 08***B & T Ventures, LLC**

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February 6, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GOTTlieb & MESCHES, PL

SUBJECT: B & T VENTURES, LLC
REF: W08000006197

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Neysa Culligan
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Letter Number: 208A00007720

P.O BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION
OF
VENTURES 08, LLC

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "ACT"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I
Name

The name of this Company shall be **VENTURES 08, LLC**

ARTICLE II
Effective Date

The Effective Date of the Company is **FEBRUARY 5, 2008**.

ARTICLE III
Place of Business

The principal place of business of this Company shall be 525 South Flagler Drive, Suite 200, West Palm Beach, FL 33401, and the mailing address of this Company shall be 525 South Flagler Drive, Suite 200, West Palm Beach, FL 33401, or such other place or places as may be designated by the manager from time to time.

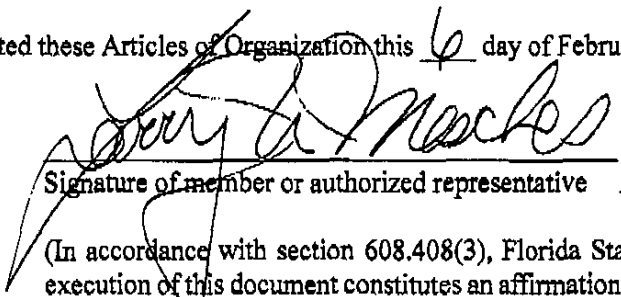
ARTICLE IV
Registered Agent and Office

The initial registered agent for this Company shall be Larry M. Mesches, and the address of the registered agent for service of process shall be 525 South Flagler Drive, Suite 200, West Palm Beach, FL 33401.

Management of Business

The Company shall be manager-managed.

The undersigned has executed these Articles of Organization this 6 day of February 2008.


Signature of member or authorized representative

(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.)

Larry M. Mesches
Typed or printed name of signee

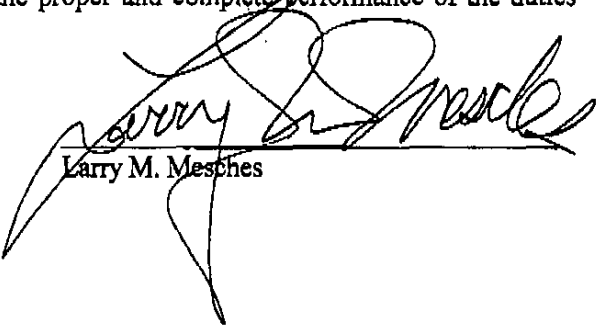
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**CERTIFICATE OF DESIGNATION
AND ACCEPTANCE REGISTERED AGENT**

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 525 South Flagler Drive, Suite 200, West Palm Beach, FL 33401 hereby agrees to act in this capacity, and further agrees to comply with the provisions of Florida Statute §608.415 and/or all statutes relative to the proper and complete performance of the duties hereunder.

Dated: February 6, 2008


Larry M. Mesches

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