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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

bg equities, l.l.c.

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J. BRYAN

JUN - 2 2008

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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I

Name

The name of the Limited Liability Company is:

BG EQUITIES, L.L.C.

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is:

3901 S. Ocean Drive, #C4A
Hollywood, FL 33019-3016

ARTICLE III

Registered Agent, Registered Office & Registered Agent's Signature

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

Ira R. Shapiro
16375 NE 18th Avenue, #225
North Miami Beach, FL 33162

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.


Ira R. Shapiro, Registered Agent

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ARTICLE IV
Management

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The names of the managers are as follows:

Barbara Katsnelson
3901 S. Ocean Drive, #C4A
Hollywood, FL 33019-3016

Gabrielle Katsnelson
3901 S. Ocean Drive, #C4A
Hollywood, FL 33019-3016

Roman Katsnelson
3901 S. Ocean Drive, #C4A
Hollywood, FL 33019-3016


Barbara Katsnelson, Manager/Member


Gabrielle Katsnelson, Manager/Member


Roman Katsnelson, Manager/Member

Date: May 30, 2008

Date: May 30, 2008

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.

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