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FLORIDA/FOREIGN LIMITED LIABILITY CO.**INNOVATIVE-BRIDGEPOINT FUND I, LLC**

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**ARTICLES OF ORGANIZATION
OF
INNOVATIVE-BRIDGEPOINT FUND I, LLC**

ARTICLE I

Name

The name of this limited liability company is INNOVATIVE-BRIDGEPOINT FUND I, LLC (hereinafter "the Company").

ARTICLE II

Address

The Principal Office and Mailing Address is: 1680 Michigan Avenue Suite 1016
Miami Beach, FL 33139

ARTICLE III

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

Albert J. Lazo, P.A.
1680 Michigan Avenue Suite 1016
Miami Beach, FL 33139

ARTICLE V

Purpose

The Company shall be authorized to invest funds with the BridgePoint Structured Property Fund for the purposes of acquisition of negotiable instruments at discount rates and the administration of such notes, and engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

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ARTICLE VI

Authorized Representative and Organizer

The name and street and mailing address of the person signing these Articles as Authorized Representative and Organizer is:

Albert J. Lazo, Esq.
Albert J. Lazo, P.A.
1680 Michigan Avenue Suite 1016
Miami Beach, FL 33139

ARTICLE VII

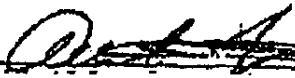
Management

The Company will be managed by at least one (1) independent manager and is, therefore, a **manager-managed company**. The initial manager shall be:

INNOVATIVE CAPITAL VENTURES LLC
1680 Michigan Avenue Suite 1016
Miami Beach, FL 33139

AUTHORIZED REPRESENTATIVE AND ORGANIZER

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this ____ day of July 2008.



Albert J. Lazo, Esq.


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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of Innovative-Bridgepoint Fund I, LLC named in the Articles of Organization herein above set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this _____ day of July 2008.

By:


Albert J. Lazo, President
Albert J. Lazo, P.A.