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QUARLES & BRADY LLP

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Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

BBF CAPITAL, LLC

Certificate of Status	1
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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
BBF CAPITAL, LLC**

The undersigned authorized agent of the initial Members of the limited liability company hereby certifies that the Members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, provided for the formation, rights, privileges, and immunities of limited liability companies for profit.

I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be BBF CAPITAL, LLC (the "Company").

**ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be: 787 5th Avenue South, Naples, FL 34102.

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Naples-Lawdock, Inc., 1395 Panther Lane, Suite 300, Naples, Florida 34109.

**ARTICLE IV
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's Operating Agreement.

**ARTICLE V
MANAGEMENT**

This limited liability company shall be managed by the duly appointed Manager and shall be a Manager-Managed limited liability company.

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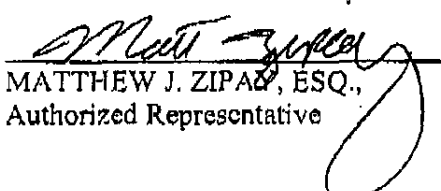
**ARTICLE VI
RESTRICTIONS ON MEMBERSHIP**

The Members shall have the right to admit new Members upon making such contributions as are set out in the Operating Agreement and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

**ARTICLE VII
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

Upon the death, bankruptcy, or other dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the Company, the existence of the Company shall continue.

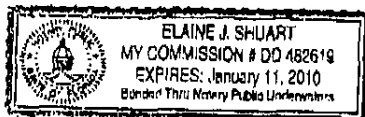
Executed by the undersigned at Naples, Florida on this 11 day of March, 2009.

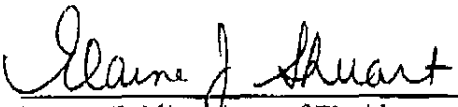

MATTHEW J. ZIPAY, ESQ.,
Authorized Representative

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME the undersigned authority, this 11TH day of March, 2009, personally appeared Matthew J. Zipay, Esq., who is personally known to me.

(SEAL)




Notary Public - State of Florida
Printed Name: ELAINE J. STUART
My commission expires: 1/11/10

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN
THE STATE OF FLORIDA.

THE NAME OF THE LIMITED LIABILITY COMPANY IS BBF CAPITAL, LLC.


THE NAME OF THE INITIAL REGISTERED AGENT OF THE LIMITED
LIABILITY COMPANY IS NAPLES-LAWDOCK, INC., AND THE ADDRESS OF THE
OFFICE OF THE REGISTERED AGENT IS 1395 PANTHER LANE, SUITE 300, NAPLES,
FLORIDA 34109.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being named in the Articles of Organization of BBF CAPITAL, LLC,
as the registered agent of this limited liability company, hereby consents to accept service of
process for the above stated company at the place designated in the articles of organization, and
accepts the appointment as registered agent and agrees to act in this capacity. The undersigned
further agrees to comply with the provisions of all statutes relating to the proper and complete
performance of his duties, and is familiar with and accept the obligations of the position of
registered agent.

Date: March 16, 2009.

NAPLES-LAWDOCK, INC.,
a Florida Corporation

By: 
Kimberly Leach Johnson
Its: Secretary

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