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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION
B&B HOLDINGS, INC.

Certificate of Status	1
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May 28, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

HUNTON & WILLIAMS

SUBJECT: B&B HOLDINGS, INC.
REF: W10000026066

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

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P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
OF
B&B MANAGEMENT HOLDINGS, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is B&B Management Holdings, Inc. (hereinafter called the Corporation").

ARTICLE II - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is 420 Lincoln Road, Suite 265, Miami Beach FL 33139.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 10,000 shares of Common Stock, par value \$.01 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Board of Directors cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

ARTICLE V - BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors. The number of members of the Board of Directors shall initially be four (4). The number of members of the Board of Directors may be increased or decreased from time-to-time in accordance with the Bylaws of the Corporation. The manner of election of members of the Board of Directors shall be regulated by the Bylaws of the Corporation.

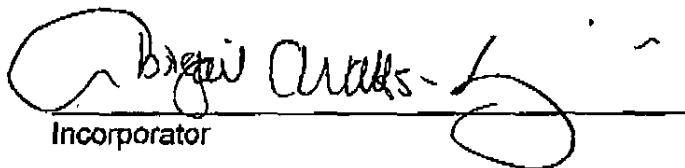
ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is c/o Hunton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131; and the name of the Corporation's initial registered agent at that address is Abigail C. Watts-FitzGerald.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is Abigail C. Watts-FitzGerald.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 27th day of May, 2010.


Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That, **B&B Management Holdings, Inc.**, desiring to organize under the laws of the State of Florida, has named Abigail C. Watts-FitzGerald, located at c/o Hunton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501, Florida Statutes.

Dated this 27th day of May, 2010.



Abigail C. Watts-FitzGerald
Registered Agent

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TALLAHASSEE, FLORIDA