

OFFICE OF THE SECRETARY OF STATE



**CERTIFICATE
OF
LIMITED LIABILITY COMPANY**

WHEREAS, the Articles of Organization of

ACORN GROWTH EQUITY CAPITAL, LLC

an Oklahoma limited liability company has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



*Filed in the city of Oklahoma City this
17th day of December, 2004.*

M. Susan Savage

Secretary of State



SOS



2316670005

ARTICLES OF ORGANIZATION
OF
ACORN GROWTH EQUITY CAPITAL, LLC

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA:

The undersigned, for the purpose of organizing a limited liability company pursuant to the requirements of the Oklahoma Limited Liability Company Act, as it may be amended from time to time (the "Act"), does hereby execute and file these Articles of Organization, as follows:

FIRST: The name of the limited liability company being formed (the "Company") is:

ACORN GROWTH EQUITY CAPITAL, LLC

SECOND: The street address of the Company's principal place of business in the State of Oklahoma is:

2701 Liberty Parkway, Suite 311
Midwest City, OK 73110

The name and street address of the Company's registered agent in the State of Oklahoma is:

Jeff Davis
2701 Liberty Parkway, Suite 311
Midwest City, OK 73110

THIRD: The duration of the Company shall be perpetual, unless its existence is sooner terminated pursuant to the Company's Operating Agreement or as may be required by law.

FOURTH: The rights and obligations of the members and any managers of the Company and the rules for governance of the Company shall be as set forth in the Operating Agreement of the Company, as the same may be amended from time to time.

FIFTH: The authority of the members and managers of the Company are subject to certain restrictions contained in the Company's Operating Agreement, and persons dealing with members or managers of the Company shall be deemed to have knowledge of all such restrictions.

IN WITNESS WHEREOF, the undersigned does certify, make, and acknowledge these Articles of Organization as of this 17th day of December, 2004.

A handwritten signature in cursive script, appearing to read "W. C. ...", is written above a solid horizontal line.

T:\7822.9001\LARTV\com Growth Equity Capital LLC (119886).WPD