

**L1100017333**

Florida Department of State  
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FLORIDA LIMITED LIABILITY CO.  
B&B Furniture Holdings, LLC

Certificate of Status	0
Certified Copy	1
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EXAMINER

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ARTICLES OF ORGANIZATION  
OF  
B&B FURNITURE HOLDINGS, LLC

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the limited liability company is B&B Furniture Holdings, LLC (the "Company").

ARTICLE II - ADDRESS

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

ARTICLE III - DURATION

The period of duration of the Company shall be perpetual.

ARTICLE IV - PURPOSES

The Company is organized for the purpose of transacting all lawful activities and businesses.

ARTICLE V  
REGISTERED AGENT; REGISTERED ADDRESS

The name of the registered agent of the Company is Abigail C. Watts-FitzGerald. The Florida street address of the registered agent of the Company is c/o Hunton & Williams, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131.

ARTICLE VI  
MANAGEMENT

The Company is to be manager managed. The initial managers are James Boucher, Michael Boucher, Perry Boucher, and Steven Boucher and such other managers as are hereafter designated in the Company's Operating Agreement.

ARTICLE VII  
ADMISSION OF ADDITIONAL MEMBERS

Additional members to the Company may be admitted only in accordance with the terms and conditions of the Company's Operating Agreement.

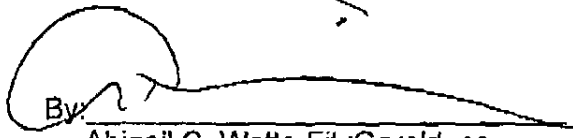
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ARTICLE VIII  
MEMBERS RIGHTS TO CONTINUE BUSINESS

If a member of the Company dies, retires, resigns, is expelled, becomes bankrupt or dissolves, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining member(s), if any, may, by unanimous written agreement, continue the business of the Company.

IN WITNESS WHEREOF, the undersigned authorized representative of the members of B&B Furniture Holdings, LLC has executed these Articles of Organization as of June 30, 2011.

By: 

Abigail C. Watts-FitzGerald, as  
authorized representative of the  
Members

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

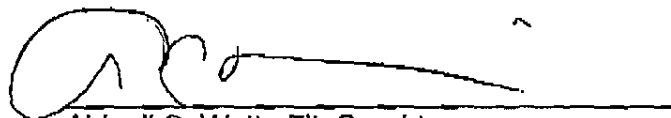
W I T N E S S E T H:

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

A C K N O W L E D G M E N T:

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 am familiar with, and accept the duties and obligations of a registered agent outlined in Section 608.415, Florida Statutes.

Dated this 30<sup>th</sup> day of June, 2011.



Abigail C. Watts-FitzGerald  
Registered Agent