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(Business Entity Name)

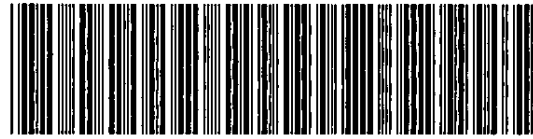
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TALLAHASSEE, FLORIDA

D. BRUCE

APR 03 2012

EXAMINER

March 27, 2012

VIA REGULAR U.S. MAIL

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: PBG GULF COAST, L.L.C.


Dear Sir or Madam:

Enclosed please find the following instruments:

1. Copy of a letter from the Division of Corporations;
2. Original and one copy of the Articles of Organization of PBG GULF COAST, L.L.C.; and

Please return a filed copy to me in the enclosed pre-addressed, stamped envelope. Should you have any questions, please do not hesitate to contact me. Thank you for your assistance in this matter.

Sincerely,
Fountain, Schultz & Associates, P.L.


Kerry Anne Schultz

KAS: mae
Enclosures

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TALLAHASSEE, FLORIDA

2045 FOUNTAIN PROFESSIONAL CT
SUITE A
NAVARRE, FLORIDA 32566
TEL: (850) 939-3535
FAX: (850) 939-3539
SANTA ROSA BEACH
TEL: (850) 622-2700
FAX: (850) 622-2722



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 9, 2012

FOUNTAIN SCHULTZ & ASSOCIATES
2045 FOUNTAIN PROFESSIONAL CT.
SUITE A
NAVARRE, FL 32566

SUBJECT: PBG OF FLORIDA, L.L.C.
Ref. Number: W12000013679

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for PBG OF FLORIDA, L.L.C. and your check(s) totaling \$138.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words "Limited Liability Company," the abbreviation "L.L.C.", or the designation "LLC". The word "Limited" may be abbreviated as "Ltd." and the word "Company" may be abbreviated as "Co." The following suffixes are no longer acceptable: "Limited Company", "L.C.", and "LC".

The document number of the name conflict is N08000011371 "PBG, INC."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Deborah Bruce
Regulatory Specialist II

Letter Number: 812A00008920

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

March 5, 2012

VIA REGULAR U.S. MAIL

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: **PBG OF FLORIDA, L.L.C.**

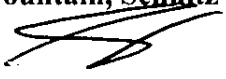
Dear Sir or Madam:

Enclosed please find the following instruments:

1. Original and one copy of the Articles of Organization of PBG of Florida, L.L.C.; and
2. Check # 2926 in the amount of \$138.75 for filing the Articles of Organization.

Please return a filed copy to me in the enclosed pre-addressed, stamped envelope. Should you have any questions, please advise. Thank you for your assistance in this matter.

Sincerely,
Fountain, Schultz & Associates, P.L.


Kerry Anne Schultz, Esquire

KAS: mae
Enclosures

**FOUNTAIN
SCHULTZ
& ASSOCIATES**

Attorneys at Law

**KENNETH R. FOUNTAIN
KERRY ANNE SCHULTZ
SCOTT C. BRIDGFORD**

2043 FOUNTAIN PROFESSIONAL CT

SUITE A

NAVARRE, FLORIDA 32566

TEL: (850) 939-3535

FAX: (850) 939-3539

SANTA ROSA BEACH

TEL: (850) 622-2700

FAX: (850) 622-2722

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

PBG GULF COAST, L.L.C.

The undersigned, being authorized to execute and file these Articles on behalf of the members for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, does hereby certify and adopt these Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be "PBG GULF COAST, L.L.C." ("Company").

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be 6420 North 9th Avenue, Pensacola, Florida 32514, and the street address of the principal office of the Company shall be 6420 North 9th Avenue, Pensacola, Florida 32514.

ARTICLE III - DURATION AND PURPOSE

The Company shall commence on the date of filing these Articles of Organization with the Florida Department of State and the Company's existence shall be perpetual. The purpose of the company shall be to engage in photography business, other related services and any other lawful purpose in the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Kerry Anne Schultz, Esquire, Fountain, Schultz & Associates, P.L., 2045 Fountain Professional Court, Suite A, Navarre, Florida, 32566.

ARTICLE V - CAPITAL CONTRIBUTIONS

The cash and/or property contributed to the Company by its members and the members' obligations to make additional contributions to the Company shall be as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional members may not be admitted except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members. Members' interests in

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TAMMUNSEE, FLORIDA

the Company may not be transferred except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, withdrawal, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

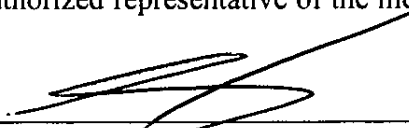
ARTICLE VIII - MANAGEMENT

The Company shall be member-managed in accordance with the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE IX - AMENDMENT

These Articles of Organization and the Operating Agreement of the Company may be amended from time to time as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

IN WITNESS WHEREOF, the undersigned hereby acknowledges and executes these Articles of Organization on behalf of and as an authorized representative of the members and of the Company.




KERRY ANNE SCHULTZ, Organizer

STATE OF FLORIDA
COUNTY OF SANTA ROSA

Sworn to and subscribed before me this 27th day of March, 2012, by Kerry Anne Schultz, who () is personally known to me or who () has produced _____, as identification and who did not take an oath.



PAMELA J. BURNO
NOTARY PUBLIC
STATE OF FLORIDA
Comm# DD0933154
Expires 10/14/2013



NOTARY PUBLIC

Commission No.: DD0933154
My Commission Expires: 10/14/13

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STATE OF FLORIDA
SANTA ROSA COUNTY

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**ACCEPTANCE OF DESIGNATION AS
RESIDENT AGENT**

KERRY ANNE SCHULTZ, ESQUIRE, the designated resident agent of PBG GULF COAST, L.L.C., does hereby certify that her business address is 2045 Fountain Professional Court, Suite A, Navarre, Florida 32566, do hereby accept the designation and appointment as resident agent of PBG GULF COAST, L.L.C., a Florida Limited Liability Company, and am familiar with and accept the duties and obligations of registered agent.


DATED this 27th day of March, 2012.

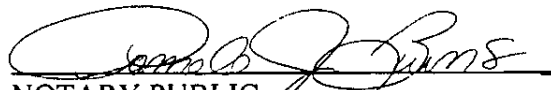


Kerry Anne Schultz

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 27th day of March, 2012, by Kerry Anne Schultz who () is personally known to me or who () has produced a driver's license as identification and has taken an oath.

 PAMELA J. BURNS
NOTARY PUBLIC
STATE OF FLORIDA
Comm# DD0933154
Expires 10/14/2013



NOTARY PUBLIC
Commission No.: DD0933154
Commission Expires: 10/14/11

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TALLAHASSEE, FLORIDA