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JAMES R. KELLER

Attorney at Law

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02 JUL 15 10 35 AM '02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10825 OVERSEAS HIGHWAY
BOX 500057
MARATHON, FLORIDA 33050
PHONE: (305) 743-0700
FAX: (305) 289-7294

July 11, 2002

Department of State
P.O.Box 6327
Tallahassee, FL 32301

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*****337.50 *****160.00

RE: B & G Holdings, L.L.C.

Gentlemen:

In order to organize the above Limited Liability Company, I enclose herewith the following:

- a. Original and duplicate copy of the Articles of Organization
- b. Certificate designating resident agent; and,
- c. My trust account check in the amount of \$337.50 representing:

Filing Fee:	\$250.00	100
Certificate Designating Agent	\$ 35.00	25
Certified Copy:	\$ 52.50	70

Once filed, I would appreciate a certified copy of the Articles of Organization being returned to this office for our records.

Thank you for your assistance in this matter.

W02-20578

Very truly yours

James R. Keller
James R. Keller

JRK/kem

Encs.

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02 JUL 15 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED
02 JUL 15 PM 4:07
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TALLAHASSEE, FLORIDA

(4)

BILL CROWLEY

FAX

(305)

743-7285

VOY

(305)

289-5577

**ARTICLES OF ORGANIZATION OF
B & G. HOLDINGS, L.L.C.**

The undersigned, being authorized to execute and file these Articles, hereby certify that:

ARTICLE I

The name of the Limited Liability Company is: **B & G HOLDINGS, L.L.C.**

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is:

120 Indies Drive North
Duck Key, Marathon, Florida 33050

ARTICLE III

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV



The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is:

Gary E. Sutton
120 Indies Drive North
Duck Key, Marathon, Florida 33050



The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

ARTICLE V

The Limited Liability Company shall have a Registered Agent in the State of Florida and that Registered Agent shall be:

James R. Keller, Esq.
10925 Overseas Highway
P.O. Box 500057
Marathon, Florida 33050

ARTICLE VI

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: New members shall not be admitted without the consent of all then current members.

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ARTICLE VII

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member of the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be: Remaining members shall continue to have the right to maintain the ongoing operation of the business of the Limited Liability Company notwithstanding the occurrence of any of the foregoing events. Remaining members, by unanimous consent, shall also have the right to cause articles of dissolution to be drafted, executed by all remaining members, and submitted to the Department of State for filing and thereby terminate the existence of the Limited Liability Company.

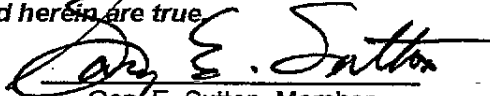
ARTICLE VIII

The Regulations of the Limited Liability Company shall be in writing and shall be signed by all members of the Limited Liability Company.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 11th day of July 2002.

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Gary E. Sutton, Member

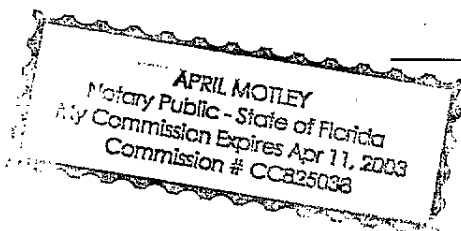
STATE OF FLORIDA)
COUNTY OF MONROE)


ss:

I hereby Certify that on this 11th day of July 2002, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Gary E. Sutton, known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and an oath was not taken.

(Check one:) ☐ Said person(s) is/are personally known to me.
☐ Said person(s) provided the following type of identification: FL. & Mo. Dr. Lic.

My Commission Expires:




Signature of Notary Public
April Motley
Typed/Printed Name of Notary

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: **B & G HOLDINGS, L.L.C.**
2. The name and the Florida street address of the registered agent and registered office are:

James R. Keller, Esq.
10925 Overseas Highway
Marathon, Florida 33050

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


James R. Keller

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02 JUL 15 PM 5:00
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TALLAHASSEE, FLORIDA