

L05000022595

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

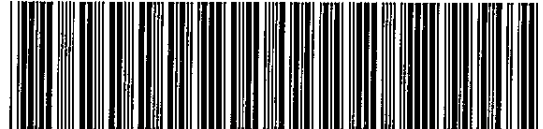
(Document Number)

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05 MAR -7 AM 11:58
TALLAHASSEE, FLORIDA
MAIL
DIVISION

FILED
05 MAR -7 PM 4:51
TALLAHASSEE, FLORIDA
SEC. OF STATE

ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, FL 32308

City/St/Zip

850-222-2785

Phone #

FILED
05 MAR - 7 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- B & G HOME PRO, LLC

2-

3-

4-

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
B & G HOME PRO, LLC**

FILED
05 MAR -7 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is B & G HOME PRO, LLC (hereinafter referred to as the "Company").

2. Duration.

The duration of the Company shall be from the date of filing of these Articles of Organization until the first to occur of the following:

- a. The date that is 99 years from the date of filing of these Articles of Organization with the Florida Department of State.
- b. Dissolution of the Company under the provisions of the written operating agreement signed by all of the members as then in effect (the "Operating Agreement"), or as required under the Act.
- c. On mutual written agreement of a majority in capital interest of the members.

3. Purpose.

The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address Of Place Of Business.

The mailing address for the Company is 831 LaSalle Street, Jacksonville, FL 32207 and the street address of the place of business for the Company is 831 LaSalle Street, Jacksonville, FL 32207. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company is Roger W. Bracht, and the initial registered office is located at 831 LaSalle Street, Jacksonville, FL 32207.

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Members.

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management.

This Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The managers may be designated as the president, secretary, and treasurer vice presidents, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with these positions under corporate law and shall also be known as Managers. Managers may be designated as Chief Executive Manager, Chief Financial Manager and Chief Operating Manager as the Managers may determine. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of a corporation. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that these managers will hold. The initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

Name:

Position:

Roger W. Bracht

President, Treasurer and Chief Executive Manager

Tony Giustiniani

Secretary and Chief Financial Manager

10. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at Jacksonville, Florida, on 2 March, 2005.

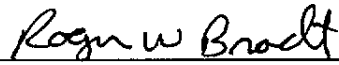

Tony Giustiniani, Member/Manager


Roger W. Bracht, Member/Manager

**ACCEPTANCE
OF
DESIGNATION AS REGISTERED AGENT**

Under the provisions of F.S. 608.415, B & G HOME PRO, LLC has designated me in its Articles of Organization as its registered agent. I am a resident of Florida and my business address is the same as the registered office.

I accept the appointment as registered agent and agree to act in this capacity. I consent to accept service of process for B & G HOME PRO, LLC at the place designated in the Articles of Organization. I am familiar with the obligations of a Registered Agent as set forth in Chapter 608, Florida Statutes. I accept them and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.



Roger W. Bracht
Registered Agent