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2005 APR 18 PM 12:50
TALLAHASSEE, FLORIDA

J. BRYAN APR 21 2005

LAW OFFICE OF
PEEBLES & GRACY, P.A.

ATTORNEY AND COUNSELOR AT LAW

FREDERICK T. PEEBLES
1902 - 1982
GREGORY D. GRACY
G. ANDREW GRACY

April 14, 2005

FILED
2005 APR 18 PM 12:50
TALLAHASSEE, FLORIDA

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: **B D & G Merchants, LLC**

Dear Sir/Madam:

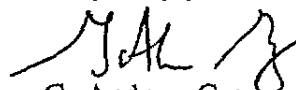
Please find enclosed the original and one copy of the Articles of Organization for filing relative to the above.

Also enclosed is our check for \$125.00 to cover the costs of the following:

Filing fee for LLC Articles of Organization	\$100.00
Designation of Registered Agent	<u>\$ 25.00</u>
Total	<u>\$125.00</u>

Your assistance is appreciated. If anything further is required, please let us know.

Very truly yours,


G. Andrew Gracy

AG:bbh

Enclosures

ARTICLES OF ORGANIZATION

OF

B D & G MERCHANTS, LLC

Under Section 608 of the Limited Liability Company Law of the State of Florida

The undersigned, being natural persons of at least 18 years of age and acting as the organizers of the limited liability company (the "Company") by these articles being formed under Section 608 of the Limited Liability Company Law of the State of Florida (the "Act"), certify that:

ARTICLE ONE

NAME OF COMPANY

The name of the Company is B D & G Merchants, LLC.

ARTICLE TWO

PURPOSE OF COMPANY

The purpose of the Company is to engage in any lawful act or activity for which limited liability companies may be organized under the Act.

ARTICLE THREE

PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is:
1071 Dartford Drive, Tarpon Springs, FL 34688

ARTICLE FOUR

REGISTERED AGENT

The name and address of the registered agent for service of process on the Company in the State of Florida are: Pernina L. Gildersleeve, 1071 Dartford Drive, Tarpon Springs, FL 34688. Such registered agent is to be the agent of the Company upon whom process against it may be served.

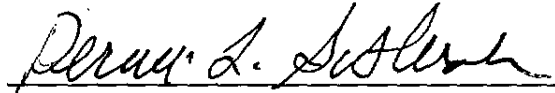
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TALLAHASSEE, FLORIDA

ARTICLE FIVE

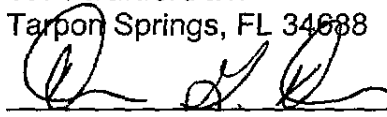
MANAGEMENT

The Company is to be managed by its members.

In witness, these Articles of Organization have been subscribed by the undersigned, who affirm the foregoing as true under the penalties of perjury, this 4/14/05 day of April, 2005



PERNINA L. GILDERSLEEVE, member
1071 Dartford Dr.
Tarpon Springs, FL 34688



DIANE G. DOANE, member
1071 Dartford Dr.
Tarpon Springs, FL 34688



DAVID BAINES, member
1179 Dartford Dr.
Tarpon Springs, FL 34688



LINDA BAINES, member
1179 Dartford Dr.
Tarpon Springs, FL 34688

2005 APR 18 PM 12:50
ALLA MANAGER, FLORIDA

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 as provided for in Chapter 608, F.S, this 30th day of July, 2004.



Pernina L. Gildersleeve
Registered Agent
1179 Dartford Drive
Tarpon Springs, FL 33688