

W60000063846

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

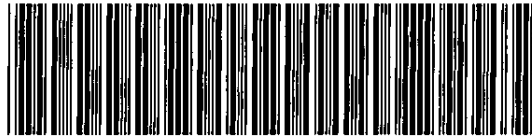
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TALLAHASSEE, FLORIDA

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W6-63846
OK
ff \$125.00



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 12, 2006

RICHARD PRINGLE
P.O. BOX 1545
FORT MYERS, FL 33902-1545

SUBJECT: LOOSE CHANGE OSCORP, LLC
Ref. Number: W06000026826

We have received your document for LOOSE CHANGE OSCORP, LLC and check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following reason(s):

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 106A00039973

SECRET
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HEREIN IS UNCLASSIFIED
DATE 10-10-01 BY SP-10A

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STRAYHORN & STRAYHORN, P.L.
A Professional Limited Liability Company
2125 First Street, Suite 200 • Fort Myers, Florida 33901

Guy M. Strayhorn (1889-1981)
Norwood R. Strayhorn (1911-1982)
Guy R. Strayhorn
E. Bruce Strayhorn, P.L.
Richard W. Pringle, P.A.

Reply to:
Richard W. Pringle
P. O. Box 1545
Fort Myers, FL 33902-1545

Telephone: 239/332-4717
Facsimile: 239/332-4718

E-Mail: Richard@strayhornlaw.com

June 7, 2006

VIA OVERNIGHT MAIL

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399
Att'n: Certifications Department

RE: Articles of Incorporation for Loose Change Ocorp, LLC
Articles of Incorporation for 2BG, LLC
Articles of Incorporation for 2BG Holdings, LLC

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the following:

1. Loose Change Ocorp, LLC
2. 2BG, LLC
3. 2BG Holdings, LLC

Please file Loose Change Ocorp, LLC before filing 2BG, LLC and 2BG Holdings, LLC. In addition, please find a check in the amount of \$236.25 for the required filing fees and certified copies. Please return the documents to Mr. Richard W. Pringle at P.O. Box 1545, Fort Myers, Florida 33902-1545.

Thank you for your assistance. Feel free to contact me if you have any questions.

Sincerely,



Jaime Bristow
Secretary to Richard W. Pringle

Enclosure
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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
LOOSE CHANGE OSCORP, LLC

The undersigned hereby forms an organization under Chapter 608 of the Laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this organization shall be:

LOOSE CHANGE OSCORP, LLC

The address of the principal office of this organization shall be 13250 Ridgeway Road, Unit 5B3, Largo, Florida 33778, and the mailing address of this organization shall be the same; however, this organization shall have the power and authority to establish branch offices at any other place or places as the members may designate.

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ARTICLE II. POWERS

This organization shall have all of the powers authorized by the laws of the State of Florida for limited liability companies, including, without limitation, the power to engage in any activity or business authorized under Florida Statutes.

ARTICLE III. EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this organization shall be managed under the direction of, the managing members of this organization who shall initially be all two of the members of this organization named in Article V below. This article may be amended from time to time in the regulations of this organization by a unanimous vote of the members of this organization.

ARTICLE IV. MANAGEMENT

Initially, this organization shall be managed by all of its initial members, Aprile D. Osborne, 13250 Ridge Road, Unit 5B3, Largo, Florida 33778, and Chad J. Osborne, 13250 Ridge Road, Unit 5B3, Largo, Florida 33778, who shall serve until their successors, who must also be members, are elected and qualified.

ARTICLE V. SHARING OF INCOME AND EXPENSES

The net profits of the organization shall be allocated/shared by each member and the capital contributions/expenses of the organization to be paid by each member, including the initial capital contribution of each member, shall be based on each member's percentage ownership/membership of this organization described as follows:

Member's Names	Percentage Ownership
Aprile D. Osborne, individually	50%
Chad J. Osborne, individually	50%

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ARTICLE VI. MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to this organization.

A member's interest in this organization may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in this organization, the remaining members shall have the right to continue the business on unanimous consent of the remaining members. In the event the remaining members elect to continue the business, the organization's then acting accountant shall determine the net value of this organization and the remaining members shall pay the member who has terminated his or her membership in this organization, or his or her estate, heirs or assigns, his or her portion of the net value of this organization based on

said member's percentage ownership as described in Article V above. The determination of the net value of this organization shall be made by this organization's then acting accountant within 90 days of the date of termination of the membership of a member in this organization and the payment of said terminating member's proportionate share of the net value of this organization shall be paid within 90 days thereafter to the member who has terminated his or her membership in this organization or to said member's estate, heirs or assigns, as appropriate.


ARTICLE VII. REGISTERED AGENT

The street address of the initial registered agent's office of this organization shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the organization at that address is Corporation Service Company.

ARTICLE VIII. TERM OF EXISTENCE

This organization is to exist perpetually or until dissolved in a manner provided by law.

IN WITNESS WHEREOF, we have executed these articles of organization on this ____ day of _____, 2006, at Fort Myers, Florida. In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


APRILE D. OSBORNE


CHAD J. OSBORNE

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

The street address of the initial registered office of the corporation in the State of Florida is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

The name of the initial registered agent of the corporation at the said registered office is Corporation Service Company.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

Deborah H. Skipper

Corporation Service Company

Registered Agent

Deborah H. Skipper
Asst. Pres.

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