

W080000 37106

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

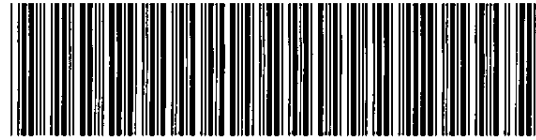
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700122618587

RECEIVED
08 APR 14 PM 12:39
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
08 APR 14 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8002 4 M. Thomas APR 14 2008
88 Thomas APR 14 2008



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 527284 4375034

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE : April 14, 2008

ORDER TIME : 10:34 AM

ORDER NO. : 527284-005

CUSTOMER NO: 4375034

DOMESTIC FILING

NAME: B2S GLOBAL, LLC

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: _____

FILED
08 APR 14 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

B2S GLOBAL, LLC

The undersigned, for the purpose of forming a limited liability company under Chapter 608 of the Florida Statutes, as amended (the "Florida Limited Liability Company Act"), hereby files the following Articles of Organization with the Florida Department of State and attests that the facts stated in these Articles of Organization are true and correct:

ARTICLE I

NAME

The name of this limited liability company (the "Limited Liability Company") shall be:

B2S Global, LLC

ARTICLE II

DURATION

The period of duration is perpetual unless the Limited Liability Company shall be sooner dissolved and its affairs wound up in accordance with its Articles of Organization or Operating Agreement.

ARTICLE III

PRINCIPAL OFFICE

The location of the principal place of business and mailing address of the Limited Liability Company is 1530 Cornerstone Boulevard, Daytona Beach, Florida 32117.

ARTICLE IV

PURPOSES

The nature of the business of the Limited Liability Company and its objects, purposes and powers are:

(a) To be engaged in the business of providing an online shopping mall and fulfillment services; and providing any and all related products and services;

FILED
08 APR 14 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(b) To manage, purchase or acquire by assignment, transfer or otherwise, and hold, mortgage or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, real or personal property of any kind, class, interest or type, wheresoever situated, and to exercise, carry out and enjoy any licenses, power, authority, concession, right or privilege which any limited liability company may make or grant in connection therewith;

(c) To subscribe for, acquire, hold, sell, assign, transfer, mortgage, pledge or in any manner dispose of shares of stock, bonds or other evidences of indebtedness or securities issued or created by any corporation of Florida or any other state or any foreign country and, while the owner thereof, to exercise the rights, privileges and powers of ownership, including the rights to vote thereon, to the same extent as a natural person may do, subject to the limitations, if any, on such rights now or hereafter provided by the laws of Florida;

(d) To acquire the goodwill, rights, assets and properties, and to undertake the whole or any part of the liabilities, of any person, firm, association or corporation; to pay for the same in cash, debt obligations of the Limited Liability Company or by the transfer of an interest or the granting of membership in the Limited Liability Company or otherwise; to hold, or in any manner dispose of, the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business; and

(e) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Limited Liability Company or to enhance the value of its properties.

The enumeration herein of the powers, objects and purposes of the Limited Liability Company shall not be deemed to exclude or in any way limit by inference any powers, objects or purposes which the Limited Liability Company is empowered to exercise, whether expressly by purpose or by any of the laws of the State of Florida or any reasonable construction of such laws.

ARTICLE V **REGISTERED AGENT/OFFICE**

The location and mailing address of the initial registered office of the Limited Liability Company shall be 1530 Cornerstone Boulevard, Suite 120, Daytona Beach, Florida 32117 and the registered agent at such address shall be Kyle Eric Davis.

FILED
08 APR 14 PM 12:58
CLERK OF STATE
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 in Chapter 608 of the Florida Statutes.

By: 
Kyle Eric Davis, Registered Agent's Signature

ARTICLE VI **MEMBERS**

The names and addresses of the initial member (the "Member") of the Limited Liability Company are:

<u>MEMBER</u>	<u>ADDRESS</u>
Kyle Eric Davis	3537 Kilgallen Court Ormond Beach, Florida 32174

ARTICLE VII **ADDITIONAL MEMBERS**

The Members reserve the right to admit additional Members upon the terms and conditions of the Limited Liability Company's Operating Agreement.

ARTICLE VIII **OPERATING AGREEMENT**

The Operating Agreement of the Limited Liability Company shall be executed by each Member of the Limited Liability Company and shall set forth all provisions for the regulation of the internal affairs of the Limited Liability Company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of Florida or these Articles. The Operating Agreement shall include, without limitation, provisions regarding members, company capital, allocations, distributions, management of the company, transfer of interest, dissolution, accounting and records, the tax matters partner and indemnification. Those provisions together with any other provisions included in the Operating Agreement are hereby incorporated by reference.

08 APR 14 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE IX
DISSOLUTION CAUSED BY CESSATION OF MEMBERSHIP

The cessation of membership of one or more Members for any reason shall not cause the dissolution of the Limited Liability Company.

ARTICLE X
MANAGEMENT

Management is vested in a Manager. The initial manager of the Limited Liability Company is:

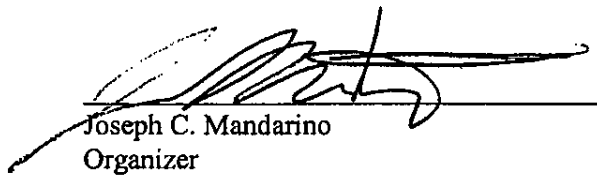
<u>MANAGER</u>	<u>ADDRESS</u>
Andrew Althausen	5200 Greenwood Circle Greenwood, Minnesota 55331

ARTICLE XI
ORGANIZER

The name and address of the Organizer of the Limited Liability Company are:

Joseph C. Mandarino
Balch & Bingham LLP
30 Ivan Allen Jr. Blvd. N.W.
Suite 700
Atlanta, Georgia 30308

IN WITNESS WHEREOF, the undersigned Organizer has executed these Articles of Organization, on this, the 14th day of April, 2008.



Joseph C. Mandarino
Organizer

This Instrument was prepared by:

Joseph C. Mandarino
Balch & Bingham LLP
30 Ivan Allen Jr. Blvd. N.W., Suite 700
Atlanta, Georgia 30308
(404) 962-3599

FILED
08 APR 14 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA