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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BAY TO BAY MERCHANT SERVICES, LLC

Signature _____

Requested by: SETH

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ARTICLES OF ORGANIZATION
FOR
BAY TO BAY MERCHANT SERVICES, LLC

The undersigned, for the purpose of forming a company under the Florida Limited Liability Act, hereby adopts the following Articles of Organization.

ARTICLE I: NAME

The name of the company is **BAY TO BAY MERCHANT SERVICES, LLC**

ARTICLE II: PRINCIPAL OFFICE

The principal office and mailing address of the company is **4031 Overlook Drive NE,
St. Petersburg, FL 33703**

ARTICLE III: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **John Cullen, 4031 Overlook Drive NE, St. Petersburg, FL 33703**

ARTICLE IV: MANAGING MEMBERS

The name and address of the initial Managing Members of the company are:

John Cullen, Managing Member, 4031 Overlook Drive NE, St. Petersburg, FL 33703
Alma Torres, Managing Member, 4031 Overlook Drive NE, St. Petersburg, FL 33703

The undersigned has executed these Articles of Organization this 3rd day of March 2011.
"Your Capital Connection, Inc. by, Seth Neeley, Client Representative"



Authorized Representative

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

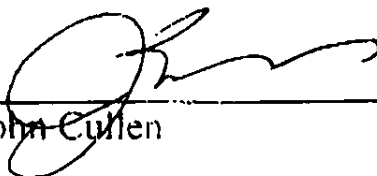
Pursuant to the provisions of section 608.415, Florida Statutes, the mentioned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and registered office, in the state of Florida.

1. The name of the company is: **Bay to Bay Merchant Services, LLC**

2. The name and address of the registered agent and office is:

**John Cullen, Registered Agent
4031 Overlook Drive NE
St. Petersburg, FL 33703**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.



John Cullen