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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

BS of Ocala, LLC

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**ARTICLES OF ORGANIZATION
OF
BS of Ocala, LLC
a Florida Limited Liability Company**

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, *Florida Statutes §608*, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **BS of Ocala, LLC** ("Company").

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The street address of the principal office of the company shall be 18 NW Third Avenue, Ocala, Florida, 34475 and the mailing address of the company shall be 18 NW Third Avenue, Ocala, Florida 34475

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the registered agent and registered office of the Company in the state of Florida are **J. WARREN BULLARD**, 18 N.W. Third Avenue, Ocala, FL 34475.

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all members.

ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all members. A member may transfer his or her interest in the company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VII - TERMINATION OF EXISTENCE - MEMBER'S RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company unless the business of the Company is continued by the consent of all remaining members, provided there is at least one remaining member.

ARTICLE VIII - INITIAL MANAGING MEMBER

The Company shall be managed by the members in accordance with the regulations adopted by all members for the management of the business and affairs of the Company.

These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member who will serve as initial managing member of the Company is:

WILLIAM G. BOOTHBY
1205 NW 27th Avenue
Ocala, Florida 34475

The member serving as initial managing member shall serve until the first Annual Meeting of members or until his successor is elected and qualified or until a managing member's death or resignation

ARTICLE IX - INITIAL MEMBERS

The names and addresses of the Initial Members of the Company who will each be contributing initially cash and/or property valued at \$250.00 to the Company are:

(a) <u>From</u>	(b) <u>Percentage Ownership</u>	(c) <u>Consideration</u>
WILLIAM G. BOOTHBY 1205 NW 27 th Avenue Ocala, Florida 34475	50%	\$ 250.00
SID CLEVINGER 2145 SE 17 th Street Ocala, Florida 34471	50%	\$ 250.00

ARTICLE X - REGULATIONS


The regulations of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

ARTICLE XI - AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any

provision contained in these **ARTICLES OF ORGANIZATION** in accordance with
the Florida Limited Liability Company Act.


IN WITNESS WHEREOF, the undersigned organizer has made and subscribed
these Articles of Organization at Ocala, Florida, on this 2nd day of August, 2011.


J. WARREN BULLARD
as Organizer and Authorized
Representative of the Members

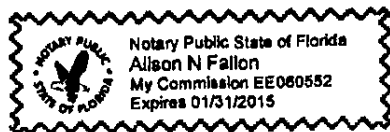
STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 2nd day of August,
2011, by **J. WARREN BULLARD** as Organizer and Authorized Representative of the
Members, who personally appeared before me and who is ✓ personally known to me or
_____ who provided _____ as identification.

My commission expires: 1/31/2015


Notary Public State of Florida

Printed Name of Notary: Alison N. Fallon



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

Pursuant to the provisions of Section 608.415 or 608.507, *Florida Statutes*, the undersigned limited liability company submits the following statement in designating the Registered Agent/registered office in the State of Florida.

1. The name of the limited liability company is **BS of Ocala, LLC**
2. The name and address of the Registered Agent and office is:

J. WARREN BULLARD
18 N.W. Third Avenue
Ocala, FL 34475

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.

Dated this 2nd day of August, 2011.


J. WARREN BULLARD