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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAN 16 2013

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January 11, 2013

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: B Squared of Palm Coast, LLC

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Organization for the above, together with our firm's checks in the total amount of \$155.00 representing your filing fee. If all is in order, kindly file the Articles and return a copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,

Karolyn Sheekey  
Legal Assistant

encl.

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
FOR  
B SQUARED OF PALM COAST, LLC  
a Florida Limited Liability Company

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2013 JAN 15 AM 11:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, an authorized representative of a Member, desiring to form a limited liability company under and pursuant to Florida Statute 608, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

**ARTICLE I - NAME**

The name of this company shall be B SQUARED OF PALM COAST, LLC.

**ARTICLE II - DURATION\CONTINUATION**

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of its original Articles of Organization by the Department of State of the State of Florida.

**ARTICLE III - ADDRESS OF PRINCIPAL OFFICE**

The street and mailing address is 47 Lagare Street, Palm Coast, FL 32137.

**ARTICLE IV - REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent and office for this company is as follows: Michael D. Chiumento III, 145 City Place, Suite 301, Palm Coast, FL 32164.

**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of all of the Members of the Company in the manner set forth in the regulations of this Company.

**ARTICLE VI - MANAGEMENT**

The business of the Company shall be managed by the members and the names and addresses of the managing members are:

**Name**

**Address**

James M. Bellino

47 Lagare Street  
Palm Coast, FL 32137

The management and control of the Company shall be vested in its members until a manager is elected by a majority of members.

#### **ARTICLE VII - AMENDMENT**

Any amendments to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

#### **ARTICLE VIII - INDEMNIFICATION**

Each individual or entity who is or was a member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member of the Company ("Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred by this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Regulations of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member of officer existing at the time of such repeal or amendment.

#### **ARTICLE IX - REGULATIONS OF COMPANY**

The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members.

#### **ARTICLE X - INFORMAL ACTION OF MEMBERS**


Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

#### **ARTICLE XI - TRANSFER OF MEMBER'S INTEREST**

An interest of a Member in the Company may not be transferred or assigned unless all the remaining Members of the Company approve of such transfer or assignment by unanimous written consent.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, as an authorized representative of a Member  
has hereunto set his hand and seal this 10 day of January, 2013.

  
MICHAEL D. CHIUMENTO III  
Authorized Representative of a Member

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.

  
MICHAEL D. CHIUMENTO III  
REGISTERED AGENT:  
DATE: 1/10, 2013

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