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*The Law Office of*  
**ANNE DALTON, ESQUIRE**  
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Qualified Florida Arbitrator

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Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

August 14, 2013

RE: Filing of Articles of Organization for MBM Galleries, LLC

Dear Sir or Madam:

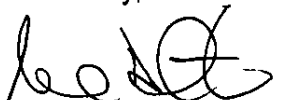
Please accept the enclosed Articles of Organization for MBM Galleries, LLC with Certificate of Registered Agent, for filing with your division.

Also enclosed is my attorney's check #9349 in the total sum of one hundred and sixty (\$160.00) dollars, as payment in full for the following fees:

New Florida LLC Filing Fee	(\$100.00)
Registered Agent Fee	(\$ 25.00)
Certificate of Status	(\$ 5.00)
Certified Copy of Record	(\$ 30.00)

Please advise as to any questions. Thank you.

Sincerely,

  
Anne Dalton, Esquire

CC: Client

Enclosure

MAD/os

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**MBM GALLERIES, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company is MBM GALLERIES, LLC (the "Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company is:

11 West Jefferson Street  
Quincy, Florida 32351

**ARTICLE III - INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company is:

Anne Dalton, Esquire  
2044 Bayside Parkway  
Fort Myers, Florida 33901

**ARTICLE IV - PURPOSE**

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

**ARTICLE V- MANAGEMENT OF THE COMPANY**


The Company is managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed limited liability company. The following is the name and address of the initial Manager who shall serve as the Manager of the Company until a successor is elected and qualified: Dean Mitchell, 101 South 12 Street, #607, Tampa, Florida 33602-4222.

**ARTICLE VI - OPERATING AGREEMENT**

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement. The Operating Agreement may contain any provisions for the

regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned Member of the Company, has executed these Articles of Organization for the foregoing uses and purposes this 14<sup>th</sup> day of August, 2013.



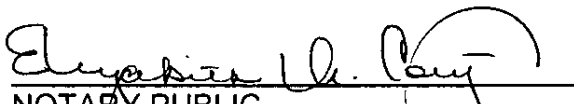
Anne Dalton, authorized representative of the Members

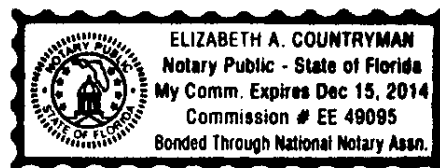
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STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of August, 2013, by Anne Dalton, ☒ who is personally known to me or ☐ who has produced \_\_\_\_\_ as identification.

  
NOTARY PUBLIC  
PRINTED NOTARY SIGNATURE  
Elizabeth A. Countryman



MY COMMISSION EXPIRES: \_\_\_\_\_  
MY COMMISSION NUMBER \_\_\_\_\_

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

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida

1. The name of the limited liability company is: MBM GALLERIES, LLC
2. The name and address of the registered agent and office is:

Anne Dalton, Esquire  
2044 Bayside Parkway  
Fort Myers, Florida 33901

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.

  
\_\_\_\_\_  
Anne Dalton, Esquire  
Registered Agent