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18 MAR 5 2014

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LLC

1. B & S UPCYCLING, LLC

(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

**ARTICLES OF ORGANIZATION
OF
B & S UPCYCLING, LLC**

The undersigned, for the purpose of forming a limited liability company under the Amended Florida Limited Liability Act, F.S. Chapter 605, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I – NAME:

The name of the limited liability company (the "Company") is: B & S UPCYCLING, LLC.

ARTICLE II – ADDRESS:

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

Principal Office Address:
2005 Longhorn Avenue
Lakeland, Florida 33801

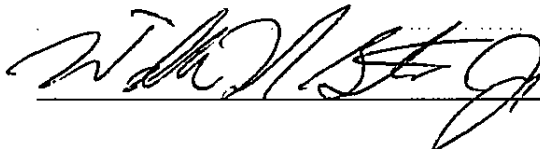
Mailing Address:
Post Office Box 276
Eaton Park, Florida 33840

ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

William H. Stanton, Jr.
2005 Longhorn Avenue
Lakeland, Florida 33801

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 for in Chapter 605, F.S.



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ARTICLE IV:

The Company shall be manager-managed. The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

Name and Address:

MGR

William H. Stanton, Jr.
2005 Longhorn Avenue
Lakeland, Florida 33801

MGR

Sam A. Averett
2005 Longhorn Avenue
Lakeland, Florida 33801

ARTICLE V -

Effective date, if other than the date of filing: N/A

ARTICLE VI -

Other provisions, if any.

OPERATING AGREEMENT: The members of the Company shall hereafter adopt an Operating Agreement setting forth all the terms, provisions, conditions, and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.



Signature of a member or an authorized representative of a member.
(In accordance with section 605.0203 (1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

William H. Stanton, Jr.

Typed or printed name of signee

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