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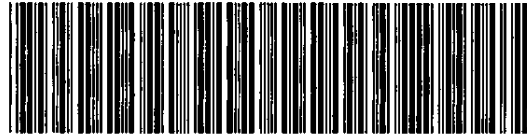
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TALLAHASSEE, FLORIDA
MAR 17 PM 2:29

J. Shivers MAR 18 2014

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BYGmarket.com LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

J. DAVILA

Name of Person

J. DAVILA ATTORNEY AT LAW, P.A.

Firm/Company

P.O. Box 442179

Address

MIAMI, FLORIDA 33144

City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Name of Person at (_____) _____
Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION
OF
BYGmarket.com LLC**

The undersigned for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

ARTICLE I

Name

The name of this limited liability company is: **BYGmarket.com LLC** (the "Company").

ARTICLE II

Nature of Business and Mailing Address

This Company is organized to have any lawful purpose. The street and mailing address of this Company's principal office is 145 SE 25th Road, #1202, Miami, Florida 33129.

ARTICLE III

Management

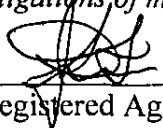
Unless otherwise provided in the Operating Agreement of the Company, the Company shall be manager-managed.

ARTICLE IV

Registered Office and Agent

The street address of the registered office of this Company is 145 SE 25th Road, #1202, Miami, Florida 33129 and the name of the registered agent of this Company at this address is J. Davila.

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.



Registered Agent's Signature

ARTICLE V

Membership Certificates

- (a) The Interest of each Member in the Company may be evidenced by a *membership participation certificate*.
- (b) No Member of this Company may transfer, as this term is defined in Section 605.0102 of the Florida Statutes, its Membership Interest in the Company to any other natural or legal person except as provided in the Company's Operating Agreement.

ARTICLE VI

Addition of New Members

Only natural or legal persons who take their interests directly from the Company upon original issue of such interests to such persons will be admitted as Members of the Company. Any natural or legal persons who take their interests by transfer, as the term transfer is defined in Section 605.0102 of the Florida Statutes, will be admitted as Members of the Company only with the unanimous consent of all Members or as otherwise provided in the Company's Operating Agreement. Notwithstanding anything to the contrary in these Articles of Organization, under no circumstances shall a creditor ever (a) be admitted as or become in any way a Member of this Company (b) have voting or management rights in the Company and/or (c) have access without prior written consent of this Company's Manager or without a court order to Company records or information regarding the activities, affairs, financial condition, and/or any other circumstances of the Company. The obligations of each Member to this Company shall be enforceable only by the Company, by the Company's manager, or by the Members, whenever permissible by law, but not by any creditor of the Company or by any creditor of any of Member.

ARTICLE VII

Indemnification

To the fullest extent permitted by the laws of the State of Florida, this Company shall indemnify and hold harmless any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, demand, suit, or proceeding whether civil, criminal, administrative, or investigative (the "Action") by reason of the fact that such person is or was a manager, director, officer, Authorized Representative, or trustee of this Company (an "Indemnified Person") against expenses (including attorney's fees at all levels), judgments, fines, and amounts paid in settlement or actually or reasonably incurred by such Indemnified Person in connection with such Action *unless* such Indemnified Person breached or failed to perform its duties as a manager, director, officer, Authorized Representative, or trustee of this Company and such breach or failure constitutes, where and when applicable under to FS Ch. 605 to an Indemnified Person,

- (1) conduct involving bad faith, willful or intentional misconduct, or a knowing violation of law; or
- (2) a transaction from which such person derived an improper personal benefit; or
- (3) a circumstance under which liability for improper distributions is applicable; or
- (4) a breach of the fiduciary duties of loyalty and care or the obligations of good faith and fair dealing taking into full account any variation, alteration, or modification of such duties and obligations provided for in the Company's Operating Agreement to the extent allowed in Section 605.0105 subsection (4) of the Florida Statutes.

A judgment or other final adjudication against an Indemnified Person in any civil or criminal proceeding for violation of civil or criminal law shall estop such person from contesting the fact that such person's breach or failure to perform constitutes a violation of the civil or criminal law, but such judgment or other final adjudication shall not estop such person from establishing that it had reasonable cause to believe that its conduct was lawful or had no reasonable cause to believe that its conduct was unlawful.

The indemnification provided by this Article VII shall continue as to an Indemnified Person who has ceased to be a manager, director, officer, or trustee and shall inure to the benefit of the estate, heirs, personal representatives, beneficiaries, executors, and administrators of such person. All rights to indemnification and advances under this Article shall be deemed to be a contract between the Company and each Indemnified Person at any time while this Article VII is in effect. Any repeal or modification of this Article VII or any repeal or modification of the Florida Revised Limited Liability Company Act or any other applicable laws shall not in any way diminish the rights to indemnification of such Indemnified Person or the obligations of the Company arising under this Article VII for claims relating to matters occurring prior to said repeal or modification.

ARTICLE VIII
Effective Date

The effective date of existence for this limited liability company shall be March 13, 2014.

ARTICLE IX
Amendment

This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members of this Company is subject to the reservation under this Article.

The undersigned Authorized Representative of the member(s) of this Limited Liability Company has executed these Articles of Organization on the 13th day of March 2014.



J. Davila, Authorized Representative

FILED
MAR 17 PM 2:29
TALLAHASSEE, FLORIDA

THIS INSTRUMENT PREPARED BY:
J. Davila Attorney at Law, P.A.
P.O. Box 442179
Miami, Florida 33144