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M. HODGES

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: B&S Properties of Naples, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Tabitha DeCelle
(Name of Person)

Stevens, Edwards, Hallock & Carpenter, PC
(Firm/Company)

511 Kendrick Avenue
(Address)

Gillette, Wyoming 82716
(City/State and Zip Code)

For further information concerning this matter, please call:

Tabitha at (307) 682-1444
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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 ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. B&S Properties of Naples, LLC
(Name of Foreign Limited Liability Company)

2. Wyoming 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. February 2006 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. January 15, 2006
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 1915 Tarpon Bay Drive North, Naples, FL, 34101
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

Donald L. Barton Revocable Trust dated August 9, 2000, PO Box 4464, Gillette, WY 82717

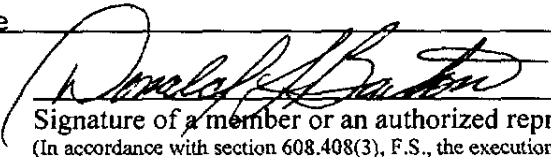
Myla Jo Barton Revocable Trust dated August 9, 2000, PO Box 4464, Gillette, WY 82717

Dale Sheesley, 1856 Lobardy Lane, Rapid City, SD 57701

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Real Estate


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DONALD L. BARTON
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

B&S Properties of Naples, LLC

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

Donald L. Barton

(Name)

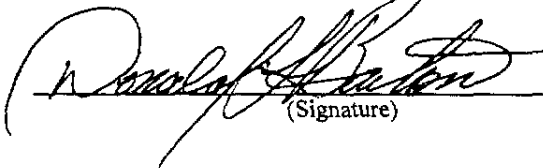
1915 Tarpon Bay Drive North

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Naples, FL 34101

City/State/Zip

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 608, Florida Statutes.


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

State of Wyoming

Office of the Secretary of State



United States of America, }
State of Wyoming } ss.

I JOSEPH B. MEYER, Secretary of State of Wyoming, do hereby certify that according to the records in the office of the Secretary of State of Wyoming **NAPLES PROPERTIES, LLC** is a limited liability company organized under the laws of the State of Wyoming, whose date of organization is February 2, 2006; and whose period of duration is perpetual.

I FURTHER CERTIFY that on February 10, 2006, Articles of Amendment changing the name of the limited liability company from **NAPLES PROPERTIES, LLC** to **B&S PROPERTIES OF NAPLES, LLC** was filed and admitted to record in this office.

I FURTHER CERTIFY that this limited liability company has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and that Articles of Dissolution have not been filed, thus making the limited liability company in existence in the State of Wyoming.



IN TESTIMONY WHEREOF, I have hereunto set my
hand and affixed the Great Seal of the State of Wyoming.
Done at Cheyenne, the Capital this 14th day of February A.D.,
2006.

Joseph B. Meyer

Secretary of State

By *Christina M. Shaw*
