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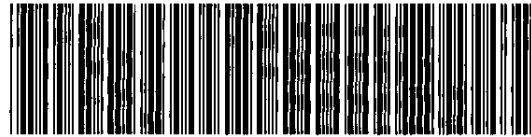
(Business Entity Name)

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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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FILED  
2010 JUL 26 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2010 JUL 20 2010

110-31440

# ROBERT BATES

823 SW SAINT ANDREWS COVE  
PORT SAINT LUCIE, FL 34986

(330) 509-0570

JUNE 20, 2010

## VIA FEDERAL EXPRESS

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

Re: B SQUARED INC.

Dear Sir/Madam:

Enclosed for filing are an original and one copy of the Articles of Incorporation, along with a bank check in the amount of \$78.75 for the following:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	<u>8.75</u>
Total	\$78.75

Please return the certified copy to the undersigned in the enclosed FedEx mailer provided for your convenience. Should you have any questions, kindly call me at (330) 509-0570. Thank you in advance for your assistance and prompt attention to this matter.

Sincerely yours,



Robert Bates

Enclosures

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2010 JUL 26 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**B SQUARED POWERBALLIN INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

The name of this Corporation shall be: B SQUARED POWERBALLIN INC.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 823 SW Saint Andrews Cove, Port Saint Lucie, Florida 34986

**ARTICLE III**  
**NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be one thousand (1,000) shares of Common Stock, par value \$.001 per share.

**ARTICLE V**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI**  
**REGISTERED AGENT AND**  
**INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

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TALLAHASSEE, FLORIDA

Robert Bates  
823 SW Saint Andrews Cove.  
Port Saint Lucie, Florida 34986

ARTICLE VII  
BOARD OF DIRECTORS

This corporation shall have one (1) Director initially.

Robert Bates  
823 SW Saint Andrews Cove,  
Port Saint Lucie, Florida 34986

ARTICLE VIII  
INCORPORATOR

The name address of the person signing these Articles of Incorporation as the Incorporator is Robert Bates, 823 SW Saint Andrews Cove, Port Saint Lucie, Florida 34986

ARTICLE IX  
INDEMNIFICATION

To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation, provided that such person is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another Corporation, provided that such person is or was at the time a director of the corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida Business Corporation Act, and except as otherwise provided in the previous sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact such person is or was an officer, employee or agent of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X  
AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE XI  
CONTROL SHARE ACQUISITIONS

This Corporation expressly elects to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the \_\_\_\_\_ day of June 2009.

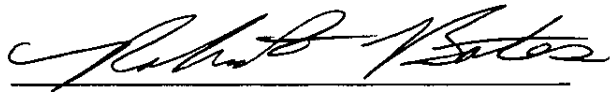
  
\_\_\_\_\_  
Robert Bates, Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE FOR PROCESS**

B SQUARED POWERBALLIN INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 823 SW Saint Andrews Cove, Port Saint Lucie, Florida 34986 has named Robert Bates whose address is 823 SW Saint Andrews Cove, Port Saint Lucie, Florida 34986 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

  
ROBERT BATES

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