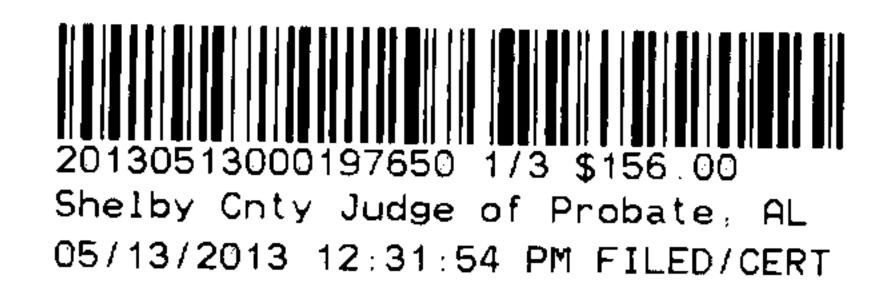
This Instrument Prepared By: Morris J. Princiotta, Jr. Attorney at Law 2100-C Rocky Ridge Road Birmingham, Alabama 35216



ARTICLES OF ORGANIZATION OF BSD GLOBAL, LLC

- 1. The name of the limited liability company is BSD GLOBAL, LLC.
- 2. The limited liability company will have perpetual existence.
- 3. The purpose of the LLC is the organization of a company for the wholesale and retail buying and selling of previously owned motor vehicles of all types, including automobiles, motor cycles, and recreational vehicles; or for any other lawful business purpose.
- 4. The address of its initial registered office in the State of Alabama is 2221 Pelham Parkway, Suite B, Pelham, AL 35124.
 - The name and address of its initial registered agent in the State of Alabama is MEIR WILLIAM BENCHITRIT at 804 Riverchase Parkway West, Hoover, AL 35244.
- 5. This Articles of Organization will be effective on May <u>for</u>, 2013.
- 6. The name and address of the Company's initial member is:

MEIR WILLIAM BENCHITRIT, whose address is 804 Riverchase Parkway West, Hoover, AL 35244.

7. The mailing address for the LLC is 2221 Pelham Parkway, Suite B, Pelham, AL 35124.

- 8. The Company is to be managed by members. Each initial member will serve until the first annual meeting of the members or until their successor is elected and qualified. The initial member that shall manage the Company is identified as follows:
 - MEIR WILLIAM BENCHITRIT, whose address is 804 Riverchase Parkway West, Hoover, AL 35244
- 9. Members of the Company have the right to admit new members on majority written consent of the existing members. The existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.
- 10. The death or dissolution of a Member or the occurrence of any other event which terminates the membership of a Member is the Company will not result in the dissolution and winding up the Company.
- 11. Any provision that is not inconsistent with the law for the regulation of the internal affairs of the Company is permitted to be set forth in the operating agreement of the LLC.

IN WITNESS WHEREOF, the undersigned Managing Member and Organizer executed these Articles of Organization of BSD GLOBAL, LLC, on this 9 day of May, 2013.

MEIR WILLIAM BENCHITRIT,

Managing Member/Organizer

Beth Chapman Secretary of State P. O. Box 5616 Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama* 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

BSD GLOBAL, LLC

This domestic limited liability company is proposed to be formed in Alabama and is for the exclusive use of Morris J. Princiotta, Jr., 2100-C Rocky Ridge Road, Hoover, AL 35226 for a period of one hundred twenty days beginning May 6, 2013 and expiring September 4, 2013.



626-744

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

May 6, 2013

Date

Beth Chapman

Beth Chapman

Secretary of State



Shelby Cnty Judge of Probate, AL 05/13/2013 12:31:54 PM FILED/CERT