

M97000000746



ACCOUNT NO. : 072100000032  
REFERENCE : 597968 80983A  
AUTHORIZATION :  
COST LIMIT : \$ PPD CM

97 NOV 12 PM 2: 20  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : November 12, 1997

ORDER TIME : 10:09 AM

ORDER NO. : 597968-005

CUSTOMER NO: 80983A

CUSTOMER: Robert F. Greene, Esq.  
Greene Donnelly Schermer  
Suite 400  
1301 6th Avenue West  
Bradenton, FL 34205

\$ 285.00 - FF  
52.80 - CC  
8.75 - CUS

FOREIGN FILINGS

NAME: BGK PORTFOLIO LLC

000002348150--0  
-11/14/97--01113--010  
\*\*\*346.25 \*\*\*346.25

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX \_\_\_\_\_ CERTIFIED COPY
- \_\_\_\_\_ PLAIN STAMPED COPY
- XX \_\_\_\_\_ CERTIFICATE OF GOOD STANDING

97 NOV 12 AM 11: 27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONTACT PERSON: Stephanie Stscherban

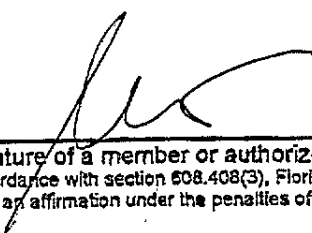


**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY**

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TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of BGK  
Portfolio I LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 100
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ \_\_\_\_\_ . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 100 . This total includes amounts from 2 and 3 above.

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

**Filing Fee: \$ 52.50 for Affidavit**

**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, ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BGK Portfolio I LLC

2. The name and address of the registered agent and office is:

Robert F. Greene  
(Name)

1301 6th Avenue W., #400  
(P.O. Box not acceptable)

Bradenton, FL 34205  
(City/State/Zip)

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*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.*

By:   
(Signature)

11/10/97  
(Date)

**Filing Fee: \$ 35 for Designation of Registered Agent**

STATE OF NEW MEXICO



OFFICE OF

**THE STATE CORPORATION COMMISSION**  
CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:

BGK PORTFOLIO I LLC

1893999

an organization organized under the laws of  
NEW MEXICO

is duly authorized to transact business in New Mexico, as  
a Domestic Organization, under the

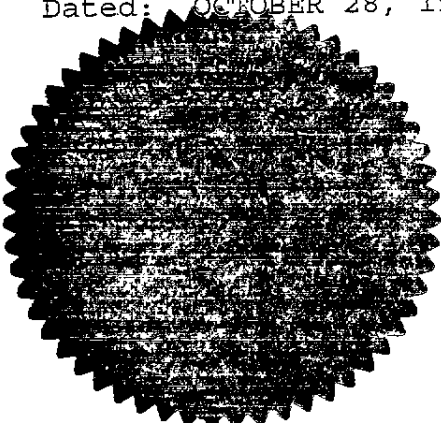
LIMITED LIABILITY COMPANY ACT  
(53-19-1 TO 53-19-74 NMSA 1978)

having filed its Articles of Organization, OCTOBER 28, 1997  
and Certificate of Organization issued as of said date.

IT IS FURTHER CERTIFIED that the fees due the State Corporation Commission, which have been assessed against the aforesaid organization, have been paid to date and aforesaid organization is in good standing and duly authorized to transact business as its existence has not been revoked in New Mexico. This Certificate is not to be construed as an endorsement, recommendation or notice of approval of the organization's financial condition or business activities and practices. This Certificate of Good Standing and Compliance expires when existence ceases as provided by law.

Dated: OCTOBER 28, 1997

In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission to be affixed at the City of Santa Fe



*Jim F. Serra*

Chairman

*Harold W. Davis*

Director