

# M97000000865



ACCOUNT NO. : 072100000032

REFERENCE : 639252 8 80983A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 17, 1997

ORDER TIME : 2:25 PM

ORDER NO. : 639252-015

CUSTOMER NO: 80983A

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

FILED  
97 DEC 17 PM 4:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FOREIGN FILINGS

500002376025-4  
-12/18/97-01001-017  
\*\*\*\*346.25 \*\*\*\*346.25

NAME: BGK PORTFOLIO II LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY  
XXXXX PLAIN STAMPED COPY  
XXXXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

PK  
12/17/97  
RECEIVED  
DEC 17 PM 4:19  
DIVISION OF CORPORATION

CF 285.00  
CERT 61.25

**GREENE, DONNELLY & SCHERMER**

*ATTORNEYS AT LAW*  
1301 6TH AVENUE WEST  
SUITE 400  
BRADENTON, FLORIDA 34205

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TAMPA OFFICE

102 W. Whiting Street, Ste. 201  
Tampa, Florida 33602  
Telephone: (813) 272-1480  
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*Of Counsel:*  
DAVID J. TIPTON

\*Board Certified Real Estate Lawyer

December 16, 1997

Florida Department of State  
Division of Corporations - Registration Section  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Registration to Transact Business in Florida by a Limited Liability Company - BGK  
Portfolio II LLC

Dear Sir:

Enclosed find our check in the amount of \$346.25, together with two originals of Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Affidavit of Membership and Contributions for Foreign Limited Liability Company, Certificate of Registered Agent and original Certificate of Good Standing from the State of New Mexico.

Please process the enclosed application and return the certified copy of the filing and Certificate of Status to this office. Please contact the undersigned with any questions.

Sincerely yours,

  
Robert F. Greene

RFG/gm  
Enclosures  
m:\wpdata\bgk\cover2.llc



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

**FILED**  
77 DEC 17 PM 4:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of BGK Portfolio II  
\_\_\_\_\_ certifies:

1) the above named limited liability company has at least two members;

2) the total amount of cash contributed by the member(s) is

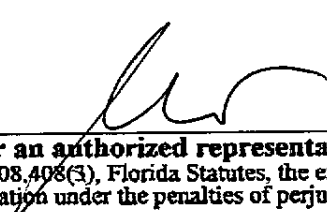
\$ 100.00

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.)  
and

\$ NONE

4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is  
(This total includes amounts from 2 and 3 above.)

\$ 100.00

  
\_\_\_\_\_  
**Signature of a member or an 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.)

Edward M. Gilbert.

\_\_\_\_\_  
Typed or printed name of signee

**Filing Fee: \$250.00 for Application and 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 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:

BYK Portfolio II LLC

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

Robert Greene c/o Greene, Donnelly & Schermer  
(Name)

1301 6th Avenue West, Suite 505  
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Bradenton, FL 34205  
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.*

  
(Signature)

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

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97 DEC 17 PM 4:07  
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TALLAHASSEE FLORIDA

STATE OF NEW MEXICO



OFFICE OF

**THE STATE CORPORATION COMMISSION**

CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:

BGK PORTFOLIO II LLC

1898923

an organization organized under the laws of  
NEW MEXICO

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

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

having filed its Articles of Organization NOVEMBER 20, 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: NOVEMBER 21, 1997

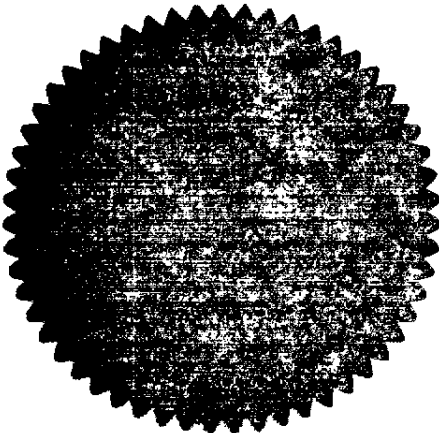
In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission to be affixed at the City of Santa Fe

A handwritten signature in cursive script, appearing to read "Jim F. Serra", is written over a horizontal line.

Chairman

A handwritten signature in cursive script, appearing to read "Greta Prada", is written over a horizontal line.

for Director



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