

M97000000746



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 597968 80983A

AUTHORIZATION :

COST LIMIT : \$ PPD

CM

FILED
97 NOV 12 PM 2:20
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-FP
52.80-CC
8.75-CUS

FOREIGN FILINGS

NAME: BGK PORTFOLIO LLC

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-11/14/97--01113--010
****346.25 ****346.25

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Stephanie Stscherban

FILED
97 NOV 12 AM 11:27
OFFICE OF CORPORATION

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

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

1. BGK Portfolio I LLC
(Name of foreign limited liability company must end with the words "limited company", or their abbreviation "L.C." if not so contained in the name at present. Please note: "L.L.C." is not an acceptable suffix in Florida)
2. New Mexico
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 74-2857224
(FEI number, if applicable)
4. 10/28/97
(Date of Organization)
5. 60 years
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 11/17/97
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 330 Garfield St., #200, Santa Fe, New Mexico 87501
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Edward M. Gilbert</u>	<u>Manager</u>	<u></u>	<u></u>
<u>330 Garfield Street, #200</u>		<u></u>	
<u>Santa Fe, NM 87501</u>		<u></u>	
<u>Fred Kolber</u>	<u>Manager</u>	<u></u>	<u></u>
<u>330 Garfield Street, #200</u>		<u></u>	
<u>Santa Fe, NM 87501</u>		<u></u>	
<u>Ed Berman</u>	<u>Manager</u>	<u></u>	<u></u>
<u>330 Garfield Street, #200</u>		<u></u>	
<u>Santa Fe, NM 87501</u>		<u></u>	

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 TALLAHASSEE, FLORIDA

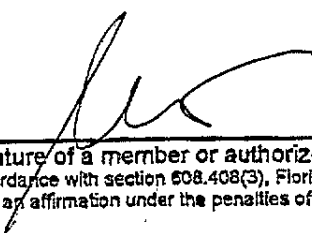
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

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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

CSC 904-222-5513

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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

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

Chairman

A handwritten signature in cursive script, appearing to read "Frank W. Salas", written over a horizontal line.

Director

