

CT CORPORATION SYSTEM

F01000000691

CORPORATION(S) NAME

BB-Newport News VA, Inc.

FILED
01 FEB -6 PM 12:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

8000003653928--8

-02/06/01--01062--006

*****87.50 *****87.50

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<i>Qualification</i>	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input checked="" type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

2/6/01

Order#: 3513513

Ref#:

Amount: \$

RECEIVED
01 FEB -6 AM 11:04
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

1. BB-Newport News VA, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 59-3681037

(FEI number, if applicable)

4. 11/09/2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qual

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 450 S. Orange Avenue, Orlando, FL 32801-3336

(Principal office address)

P.O. Box 4920 Orlando, FL 32802-4920

(Current mailing address)

Managing Member of Limited Liability Company

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative 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: _____

C-T Corporation System

VICKY GOLDSTEIN
SPECIAL ASSISTANT SECRETARY

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Gary M. Ralston

Address: 450 S. Orange Avenue

Orlando, FL 32801-3336

Vice President: Kevin B. Habicht

Address: 450 S. Orange Avenue

Orlando, FL 32801-3336

Secretary: Kevin B. Habicht

Address: 450 S. Orange Avenue Orlando, FL 32801-3336

Treasurer: Kevin B. Habicht

Address: 450 S. Orange Avenue Orlando, FL 32801-3336

SEE ATTACHMENT

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. KB. Habicht
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kevin B. Habicht, Vice President
(Typed or printed name and capacity of person signing application)

Attachment to Florida
Application By Foreign Corporation for Authorization to Transact Business In Florida
Officers & Directors

1. Full Name: Gary M. Ralston
Officer/Director: Officer, Director
Business Address: 450 S. Orange Avenue
City: Orlando
State: FL
ZIP Code: 32801-3336
2. Full Name: Kevin B. Habicht
Officer/Director: Officer
Business Address: 450 S. Orange Avenue
City: Orlando
State: FL
ZIP Code: 32801-3336
3. Full Name: Alex M. Dmyterko
Officer/Director: Officer
Business Address: 450 S. Orange Avenue
City: Orlando
State: FL
ZIP Code: 32801-3336
4. Full Name: Joseph A. Ciardiello
Officer/Director: Officer
Business Address: 450 S. Orange Avenue
City: Orlando
State: FL
ZIP Code: 32801-3336
5. Full Name: William C. Green
Officer/Director: Director
Business Address: 450 S. Orange Avenue
City: Orlando
State: FL
ZIP Code: 32801-3336
6. Full Name: Paul McDowell
Officer/Director: Director
Business Address: 450 S. Orange Avenue
City: Orlando
State: FL
ZIP Code: 32801-3336

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BB-NEWPORT NEWS VA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
01 FEB -6 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3314023 8300

AUTHENTICATION: 0933043

010038507

DATE: 01-24-01