

F950000004280

TO: Qualification/Tax Lien Section
Division of Corporations

900001561089
-09/06/95--01041--005
***1200.00 ***1200.00

SUBJECT: BGM INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

900001561089
-08/15/95--01103--004
*****70.00 *****70.00

Teresa Williams
(Name of Person)

was - 10521

BGM INC.
(Firm/Company)

0310

6651 Crestline Dr.
(Address)

JACKSONVILLE, FL 32211
(City/State/Zip)

18
9-5

Should you need to call someone concerning this matter, please call:

Teresa Williams at (904) 724-6994
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 16, 1995

TERESA WILLIAMS
BGM INC
6651 CRESTLINE DR
JACKSONVILLE, FL 32211

SUBJECT: B.G.M., INC.
Ref. Number: W95000016521

We have received your document for B.G.M., INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

The date in #4 of the application must be identical to the date on the certificate of existence.

The second page of the application is illegible. Please type or print the officers and directors on the new page provided.

Please list a better description in #8 of the application for the purpose of the business.

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 295A00038443

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned officer Phil Omer, do hereby certify
that this Resolution of the Board of Directors of J.A.C. Company,
a corporation duly organized and existing under the laws of the State of FL,
was duly adopted on August 22, 19 95.

Resolved, that B.G.M. INC, organized
and existing in the State of South Carolina, hereby adopts the
name B.G.M., Inc., of South Carolina for use in Florida.

Dated: August 22, 1995

Signature of at least one director

7:11:50

JACKSONVILLE ATHLETIC CLUB
6651 CRESTLINE DRIVE
JACKSONVILLE, FL 32211

AUGUST 28, 19995

MR. DOUG DICKINSON
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: AUTHORIZATION TO CHANGE NAME ON RESOLUTION STATEMENT

DEAR MR. DICKINSON,

PER OUR PHONE CONVERSATION I AM SENDING THE AUTHORIZATION LETTER GIVING YOU THE AUTHORITY TO CHANGE OUR NAME TO B.G.M., INC., OF SOUTH CAROLINA, FOR USE IN FLORIDA. I AM ALSO ENCLOSING CHECK FOR FEE. PLEASE CALL ME IF YOU NEED ANYTHING ELSE. YOUR COOPERATION IN HANDLING THIS MATTER PROMPTLY WILL BE APPRECIATED SO WE MAY OBTAIN OUR BEER LICENSE. THANK YOU FOR ALL YOUR ASSISTANCE WITH THIS MATTER.

SINCERELY,
Teresa Sutton
TERESA SUTTON
OFFICE MANAGER
904-724-2055 OR 724-6994

FILED
DIVISION OF STATE
98 SEP -5 11:50

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. ~~B.C.M. Incorporated~~ B.C.M., 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. South Carolina
(State or country under the law of which it is incorporated)

3. 57-0990448
(FBI number, if applicable)

4. 1/3/94
(Date of Incorporation)

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

6. JANUARY 1, 1994
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 6651 Crestline DR
JACKSONVILLE, FL 32211
(Current mailing address)

8. FOR BEER LICENSE / PER Dept of Alcohol Dept
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: William A McDaniel

Office Address: 6651 Crestline DR

JACKSONVILLE, Florida, 32211
(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.

William A McDaniel
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: William A. McDaniel William A. McDaniel
Address: See below See below
Vice Chairman: Phil Omer Phil Omer
Address: See below See below

Director: Lynn Spencer Lynn Spencer
Address: See below See below

Director: _____
Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: William A. McDaniel William A. McDaniel
Address: 448 Oak Grove Rd. 448 Oak Grove Rd.
Spartanburg, SC 29301 Spartanburg, S.C.
Vice President: Phil Omer Phil Omer 29301
Address: 336 Fairlane Dr. 336 Fairlane Dr.
Spartanburg, SC 29307 Spartanburg, S.C.
Secretary: Lynn Spencer Lynn Spencer 29307
Address: 480 S. Pine St. 480 S. Pine St.
Spartanburg, SC Spartanburg, S.C.
Treasurer: See
Address: _____

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

13. William A. McDaniel
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Pres - William A. McDaniel
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF
STATE
SEP - 11 1969

The State of South Carolina



Office of Secretary of State Jim Miles Certificate of Existence

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

B.G.M., INC.,

a corporation duly organized under the laws of the State of South Carolina on **January 3rd, 1994**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of
the State at Columbia this 8th day of
August, 1995.

95 SEP -5 PM 11:50

CLERK OF THE SECRETARY OF STATE

A handwritten signature of Jim Miles in cursive script, written over a horizontal line.

Jim Miles, Secretary of State

Note: This certificate does not contain any representation concerning fees or taxes owed by the Corporation to the South Carolina Tax Commission or whether the Corporation has filed the annual report with the Tax Commission. If it is important to know whether the Corporation has paid all taxes due to the State of South Carolina, and has filed the annual reports, a certificate of compliance must be obtained from the Tax Commission.